

# MALAV HOLDINGS PRIVATE LIMITED

Regd. Office :

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Email : malav.hold@gmail.com CIN: U74899DL1981PTC012814

Date: 31.03.2015

|    |                                                                                                                                                                                                               |    |                                                                                                                                                                          |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | <b>National Stock Exchange of India Ltd.</b><br>Exchange Plaza<br>Plot No. C/1, G Block<br>Bandra – Kurla Complex<br>Bandra (E),<br>Mumbai – 400 051<br><br><i>Kind Attn: The Manager, Listing Department</i> | 2. | <b>BSE Limited</b><br>Corporate Relationship Dept.<br>Phiroze Jeejeebhoy Towers<br>Dalal Street,<br>Mumbai – 400 001.<br><br><i>Kind Attn: The General Manager (CRD)</i> |
| 3. | <b>Religare Enterprises Limited</b><br>D3, P3B,<br>District Centre,<br>Saket,<br>New Delhi – 110017<br><br><i>Kind Attn: Company Secretary</i>                                                                |    |                                                                                                                                                                          |

**Sub.: Disclosure pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding Sale of Equity Shares of Religare Enterprises Limited.**

Dear Sir/Madam,

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing herewith in the prescribed format, a self-explanatory description of the details of the sale of 34,28,100 equity shares of Religare Enterprises Limited by way of inter-se transfer of shares amongst persons who are part of promoter group of the company.

Thanking you,

Yours faithfully,  
For Malav Holdings Private Limited

  
Director/Authorised Signatory



**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                           | Religare Enterprises Limited                                                                                                                                                                                                                                                                                                        |                                                            |                                                            |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                             | <b>Acquirer:</b><br>Malav Holdings Private Limited<br><br><b>Persons acting in Concert:</b><br>1) RHC Finance Pvt. Ltd.<br>2) Malvinder Mohan Singh<br>3) Shivinder Mohan Singh<br>4) Aditi Shivinder Singh<br>5) Japna Malvinder Singh<br>6) Abhishek Singh<br>7) RHC Holding Private Limited<br>8) Shivi Holdings Private Limited |                                                            |                                                            |
| Whether the acquirer belongs to Promoter/ Promoter group                                                                                                                  | Yes                                                                                                                                                                                                                                                                                                                                 |                                                            |                                                            |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                        | 1) BSE Ltd.<br>2) National Stock Exchange of India Ltd.                                                                                                                                                                                                                                                                             |                                                            |                                                            |
| Details of the acquisition/disposal as follows                                                                                                                            | Number                                                                                                                                                                                                                                                                                                                              | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <b>Before the acquisition under consideration, holding of:</b>                                                                                                            |                                                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
| a) Shares carrying voting rights                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
| <b>Acquirer</b><br>Malav Holdings Private Limited                                                                                                                         | 11198100                                                                                                                                                                                                                                                                                                                            | 6.28                                                       | 6.28                                                       |
| <b>PACs</b>                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
| 1) RHC Finance Pvt. Ltd.                                                                                                                                                  | 29112634                                                                                                                                                                                                                                                                                                                            | 16.33                                                      | 16.33                                                      |
| 2) Malvinder Mohan Singh                                                                                                                                                  | 11123525                                                                                                                                                                                                                                                                                                                            | 6.24                                                       | 6.24                                                       |
| 3) Shivinder Mohan Singh                                                                                                                                                  | 10876602                                                                                                                                                                                                                                                                                                                            | 6.10                                                       | 6.10                                                       |
| 4) Aditi Shivinder Singh                                                                                                                                                  | 166                                                                                                                                                                                                                                                                                                                                 | 0.00                                                       | 0.00                                                       |
| 5) Japna Malvinder Singh                                                                                                                                                  | 166                                                                                                                                                                                                                                                                                                                                 | 0.00                                                       | 0.00                                                       |
| 6) Abhishek Singh                                                                                                                                                         | 50                                                                                                                                                                                                                                                                                                                                  | 0.00                                                       | 0.00                                                       |
| 7) RHC Holding Private Limited                                                                                                                                            | 17302258                                                                                                                                                                                                                                                                                                                            | 9.70                                                       | 9.70                                                       |
| 8) Shivi Holdings Private Limited                                                                                                                                         | 11209000                                                                                                                                                                                                                                                                                                                            | 6.29                                                       | 6.29                                                       |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                   | -                                                                                                                                                                                                                                                                                                                                   | -                                                          | -                                                          |
| c) Voting rights (VR) otherwise than by shares                                                                                                                            | -                                                                                                                                                                                                                                                                                                                                   | -                                                          | -                                                          |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | -                                                                                                                                                                                                                                                                                                                                   | -                                                          | -                                                          |
| e) Total (a+b+c+d)                                                                                                                                                        | 90822501                                                                                                                                                                                                                                                                                                                            | 50.93                                                      | 50.93                                                      |



|                                                                                                                                                                                            |                                                                                                          |       |       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|-------|-------|
| <b>Details of acquisition/sale</b>                                                                                                                                                         |                                                                                                          |       |       |
| a) Shares carrying voting rights acquired/sold                                                                                                                                             | 34,28,100#                                                                                               | 1.92  | 1.92  |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                             | -                                                                                                        | -     | -     |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold     | -                                                                                                        | -     | -     |
| d) Shares encumbered / invoked/released by the acquirer                                                                                                                                    | -                                                                                                        | -     | -     |
| e) Total (a+b+c+/-d)                                                                                                                                                                       | 34,28,100                                                                                                | 1.92  | 1.92  |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                             |                                                                                                          |       |       |
| a) Shares carrying voting rights                                                                                                                                                           |                                                                                                          |       |       |
| <b>Acquirer</b><br>Malav Holdings Private Limited                                                                                                                                          | 7770000                                                                                                  | 4.36  | 4.36  |
| <b>PACs</b>                                                                                                                                                                                |                                                                                                          |       |       |
| 1) RHC Finance Private Limited                                                                                                                                                             | 29112634                                                                                                 | 16.33 | 16.33 |
| 2) Malvinder Mohan Singh                                                                                                                                                                   | 11123525                                                                                                 | 6.24  | 6.24  |
| 3) Shivinder Mohan Singh                                                                                                                                                                   | 10876602                                                                                                 | 6.10  | 6.10  |
| 4) Aditi Shivinder Singh                                                                                                                                                                   | 166                                                                                                      | 0.00  | 0.00  |
| 5) Japna Malvinder Singh                                                                                                                                                                   | 166                                                                                                      | 0.00  | 0.00  |
| 6) Abhishek Singh                                                                                                                                                                          | 50                                                                                                       | 0.00  | 0.00  |
| 7) RHC Holding Private Limited                                                                                                                                                             | 20730358                                                                                                 | 11.62 | 11.62 |
| 8) Shivi Holdings Private Limited# #                                                                                                                                                       | 11209000                                                                                                 | 6.29  | 6.29  |
| b) Shares encumbered with the acquirer                                                                                                                                                     | -                                                                                                        | -     | -     |
| c) VRs otherwise than by shares                                                                                                                                                            | -                                                                                                        | -     | -     |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | -                                                                                                        | -     | -     |
| e) Total (a+b+c+d)                                                                                                                                                                         | 90822501                                                                                                 | 50.93 | 50.93 |
| Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                                  | Inter-se transfer of shares amongst persons who are part of promoter group of the TC                     |       |       |
| Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                                  | 30.03.2015                                                                                               |       |       |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale                                                                                                    | Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each). |       |       |
| Equity share capital/ total voting capital of the TC after the said acquisition/ sale                                                                                                      | Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each). |       |       |
| Total diluted share/voting capital of the TC after the said acquisition                                                                                                                    | Rs. 1,78,32,98,080 /- (comprising 17,83,29,808 fully paid-up equity shares of face value Rs. 10/- each). |       |       |





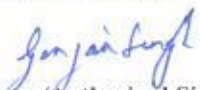
# The Company intends to transfer its entire shareholding in Religare Enterprises Limited, which is more than 2%, in multiple tranches. Accordingly, this disclosure has been made despite this tranche of the transfer not exceeding 2% of our shareholding in Religare Enterprises Limited.

## The acquirer understands that Shivi Holdings Private Limited separately proposes to transfer its shareholding in the Target Company to RHC Holding Private Limited and that Shivi Holdings Private Limited and RHC Holding Private Limited will make separate filings under the Takeover Regulations in this regard.

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**For Malav Holdings Private Limited**

  
**Director/Authorised Signatory**

Place: New Delhi

Date: 31.03.2015

