

Plenty Private Equity Fund I Limited

1st Floor, 78, Saint Jean Road, QuatreBornes, Mauritius
Tel: (230) 465 0747 Fax: (230) 465 1042

27 September 2019

**The Secretary
BSE Limited
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001
BSE Scrip Code: PVR 532689**

Dear Sir

Sub: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011

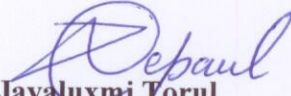
In compliance with Regulation 29 of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011, we enclose herewith the disclosure in terms of sub regulation (2) in the format prescribed, in connection with the release of non disposal undertaking with the promoters of PVR Limited.

Kindly take the above on record.

Thanking you.

Yours faithfully

For **Plenty Private Equity Fund I Limited**


Jayaluxmi Torul
Authorised Signatory

Encl.: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	PVR Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller: Plenty Private Equity Fund I Limited PAC Plenty CI Fund I Limited		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
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 (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights			
- Plenty Private Equity Fund I Limited	3,358,015	6.94	6.94
- Plenty CI Fund I Limited	454,860	0.94	0.94
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	#73,04,937	@15.10	@15.10
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)			
Total (a+b+c+d)	11,117,812	22.98	22.98
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold			
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	#73,04,937	15.10	15.10
Total (a+b+c+d)	73,04,937	15.10	15.10

After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
- Plenty Private Equity Fund I Limited	3,358,015	6.94	6.94
- Plenty CI Fund I Limited	454,860	0.94	0.94
b) Shares encumbered with the acquirer	Nil	Nil	Nil
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)			
Total (a+b+c+d)	3,812,875	7.88	7.88
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Release of the non-disposal undertaking on the shares held by the Promoters and Promoter Group in the Company, constituting 15.1% of the equity share capital of the Company.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 24, 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale	4,83,77,062 equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	4,83,77,062 equity shares		
Total diluted share/voting capital of the TC after the said acquisition/sale	4,83,77,062 equity shares		

@ Vide agreement dated 12th June, 2015 executed between Plenty Private Equity Fund I Limited and the Promoters of the Company, the Promoters jointly and severally gave an undertaking to not transfer or create encumbrance on any of the equity shares held by the Promoters and Promoter Group in the Company, which has an effect of reduction of the shareholding of the Promoters and Promoter Group below 15.1% of the equity share capital of the Company (on a fully diluted basis), without the prior consent of Plenty Private Equity Fund I Limited.

#15.1% of the fully diluted capital of the Company as on 25th September, 2019

(*) 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.

Signature of the acquirer / seller / Authorised Signatory



For Plenty Private Equity Fund I Limited

Authorised Signatory

Place: Quatre-Bornes, Mauritius

Date: 27 September 2019