



VARUN BEVERAGES LIMITED



Corporate Off : Plot No.31, Institutional Area, Sec.-44, Gurgaon, Haryana-122002 (India)
Ph.: +91-124-4643100-500 • Fax: +91-124-4643303/04 E-mail : info@rjcorp.in • Visit us at : www.varunpepsi.com
CIN No. : L74899DL1995PLC069839

February 19, 2021

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Email: corp.relations@bseindia.com Security Code No. 540180	National Stock Exchange of India Ltd. Exchange Plaza, Block G,C/1, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Email: cmlist@nse.co.in Symbol : VBL
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Dear Sir,

Sub: Disclosure of Inter-se Transfer of Shares between Promoters in accordance with Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [SEBI (SAST) Regulations, 2011]

Pursuant to Regulation 10(5) of SEBI (SAST) Regulations, 2011, we would like to inform you that Mr. Ravi Kant Jaipuria, Promoter of Varun Beverages Limited (hereinafter referred as 'the Company') intend to acquire 5,38,81,805 (Five Crores Thirty Eight Lacs Eighty One Thousand Eight Hundred Five) Equity Shares of the Company by way of transfer from Ravi Kant Jaipuria and Sons (HUF)- Promoter of the Company, without any consideration due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which Mr. Ravi Kant Jaipuria is Karta.

This being an 'inter se' transfer of shares between Promoters, the same falls within the exemptions (under Regulation 10(1)(a)(ii) provided under SEBI (SAST) Regulations, 2011). Shares are transferred without any consideration due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF).

The aggregate holding of Promoter and Promoter Group before and after the above inter se transfer remains the same as follows:

Shareholding details		Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a	Mr. Ravi Kant Jaipuria (Promoter - Acquirer) and PACs [other than Ravi Kant Jaipuria and Sons (HUF)]	Nil	Nil	5,38,81,805	18.66%
		13,78,09,236	47.74%	13,78,09,236	47.74%
b	Ravi Kant Jaipuria and Sons (HUF) (Promoter/ Seller)	5,38,81,805	18.66%	Nil	Nil
	Total	19,16,91,041	66.40%	19,16,91,041	66.40%





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In this connection necessary disclosure under Regulation 10(5) for the above said transfer in the prescribed format, as submitted by the Acquirer is enclosed herewith for your kind information and records.

Thanking You.

For Varun Beverages Limited.

Ravi Batra
Chief Risk Officer and Group Company Secretary



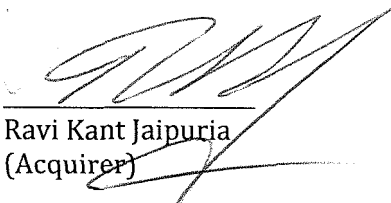
Encl.; As above

Format for Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Varun Beverages Limited
2.	Name of the acquirer(s)	Ravi Kant Jaipuria
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes. The acquirer is Promoter of the TC.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Ravi Kant Jaipuria and Sons (HUF) - Promoter
	b. Proposed date of acquisition	On or after February 26, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	5,38,81,805
	d. Total shares to be acquired as % of share capital of TC	18.66%
	e. Price at which shares are proposed to be acquired	Not Applicable - Transfer is due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.
	f. Rationale, if any, for the proposed transfer	Off-market inter-se transfer between the Promoters without consideration. Transfer of shares is due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Proposed transfer of shares from Ravi Kant Jaipuria and Sons (HUF) is exempted under Reg. 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011 i.e. persons named as promoters in the shareholding pattern filed by the target company in terms of the SEBI (SAST) Regulations, 2011.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Not Applicable - Transfer is due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not Applicable - Transfer is due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.

8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable	Not Applicable - Transfer is due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Enclosed as Annexure - 1.
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with	Enclosed as Annexure - 1.

11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a	Acquirer(s) - Ravi Kant Jaipuria	Nil	Nil	5,38,81,805	18.66%
	Other PACs (other than sellers)	13,78,09,236	47.74%	13,78,09,236	47.74%
b	Transferor/ Seller(s) - Ravi Kant Jaipuria and Sons (HUF)	5,38,81,805	18.66%	Nil	Nil
	Total	19,16,91,041	66.40%	19,16,91,041	66.40%


 Ravi Kant Jaipuria
 (Acquirer)

Date: 19.02.2021

Place: GURUGRAM

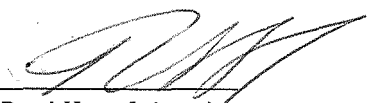
Declaration by the Acquirer

This Annexure forms part of the Disclosure submitted as per Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, by the Acquirer pursuant to the proposed Inter-se Transfer of shares of the Target Company i.e. Varun Beverages Limited from Ravi Kant Jaipuria and Sons (HUF) to Ravi Kant Jaipuria due to proposed dissolution of Ravi Kant Jaipuria and Sons (HUF) in which I am Karta.

In this regard, the Acquirer hereby declare that -

- a) The Transferor and Transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011; and
- b) All the conditions specified under Regulation 10(l)(a) of the Takeover Regulations, 2011 with respect to exemptions have been duly complied with.

Thanking You
Yours Faithfully


Ravi Kant Jaipuria
(Acquirer)

Date: 19.02.2021
Place: GURUGRAM