



# 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

June 28, 2019

To,

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

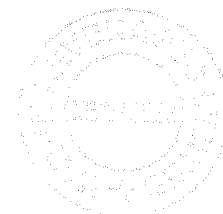
**Sub: Disclosure of Inter-se Transfer of Shares between Promoter/ Promoter Group in accordance with Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [SEBI (SAST) Regulations, 2011].**

Further to our letter dated June 24, 2019 and pursuant to Regulation 10(6) of SEBI (SAST) Regulations, 2011, we would like to inform you that today Ms. Devyani Jaipuria (Acquirer), being a part of Promoter Group of the Company, has acquired 54,00,000 (Fifty Four Lacs) Equity Shares of the Company by way of Gift from Mr. Varun Jaipuria- Promoter of the Company.

This being an 'inter se' transfer of shares amongst Promoter Group, the same falls within the exemptions (under Regulation 10(1)(a)(i) and 10(1)(a)(ii) provided under SEBI (SAST) Regulations, 2011). Shares are transferred as an absolute Gift in consideration of natural love and affection hence, no consideration has been transferred.

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	Ms. Devyani Jaipuria (Promoter Group- Acquirer)	1,765	0.00%	54,01,765	2.96%
	Other Promoters and Promoter Group (other than Mr. Varun Jaipuria and Ms. Devyani Jaipuria)	9,51,80,230	52.11%	9,51,80,230	52.11%
b	Mr. Varun Jaipuria (Promoter/ Transferor)	3,91,75,500	21.45%	3,37,75,500	18.49%
	<b>Total</b>	<b>13,43,57,495</b>	<b>73.56%</b>	<b>13,43,57,495</b>	<b>73.56%</b>





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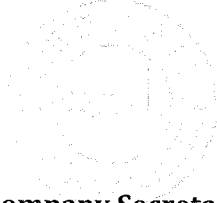
In this regard, necessary disclosure under Regulation 10(6) for the above said acquisition in the prescribed format, as submitted by the Acquirer is enclosed herewith for your kind information and records.

You are requested to the above on record.

Thanking You.

**For Varun Beverages Limited.**

**Ravi Batra**  
**Chief Risk Officer and Group Company Secretary**



**Format for Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 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)	Ms. Devyani Jaipuria			
3.	Name of the stock exchange where shares of the TC are listed	a. The National Stock Exchange of India Limited b. BSE Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer amongst the Promoter Group without consideration.  Shares are transferred as an absolute gift in consideration of natural love and affection.			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(i) and 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011.			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, whether disclosure was made and whether it was made within the timeline specified under the regulations.	Yes.			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
a.	Name of the transferor / seller	Mr. Varun Jaipuria	Yes		
b.	Date of acquisition	June 28, 2019	Yes		
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	3,91,75,500	Yes		
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	54,00,000	Yes		
e.	Price at which shares are proposed to be acquired / actually acquired	Gift	Yes		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a.	Each Acquirer / Transferee(*)	1,765	0.00%	54,01,765	2.96%
b.	Each Seller / Transferor	3,91,75,500	21.45%	3,37,75,500	18.49%

*Devyani Jaipuria*  
(Acquirer)

To,

BSE Limited Phiroze Jeejeebhoy Towers , Dalal Street, Mumbai - 400 001 <b>Email:</b> <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <b>Security Code: 540180</b>	National Stock Exchange of India Ltd. Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 <b>Email :</b> <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a> <b>Symbol : VBL</b>
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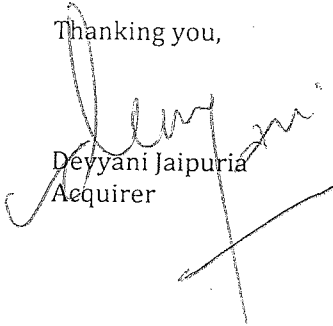
**Subject : Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 - General Exemptions**

Dear Sir/Madam,

I, Undersigned hereby undertake and confirm as under with respect to proposed inter se transfer of shares in terms of Regulation 10(1)(a)(i) & 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto that:

1. The transferor and transferee have complied with the applicable provisions of Chapter II of SEBI (SAST) Regulations, 1997 and Chapter V of SEBI (SAST) Regulations, 2011.
2. All the applicable conditions as mentioned in Regulation 10(1) (a) of SEBI (SAST) Regulations, 2011 with respect to exemption have been duly complied with.

Thanking you,

  
Deyyani Jaipuria  
Acquirer