

Date: September 25, 2024

To,

BSE Limited

1st floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Maharashtra, India

SpiceJet Limited

Indira Gandhi International Airport,
Terminal 1D,
New Delhi 110037

Sir/ Madam,

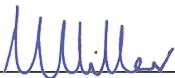
Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by (i) SASOF III (E) Aviation Ireland Designated Activity Company, (ii) SASOF III (C) Aviation Ireland Designated Activity Company, (iii) Fly Aircraft Holdings One Limited, (iv) Citrine Aircraft Leasing Limited, (v) Fly Aircraft Holdings Seven Limited, (vi) SASOF III (A19) Aviation Ireland Designated Activity Company, (vii) SASOF III (A13) Aviation Ireland Designated Activity Company, (viii) SASOF II (J) Aviation Ireland Limited, and (ix) SASOF III (A6) Aviation Ireland Designated Activity Company, together (the “Sellers”) in respect of sale of equity shares of SpiceJet Limited

In compliance with Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, please find enclosed the requisite disclosure.

Request you to kindly take note and do the needful.

Yours sincerely,

For and on behalf of Sellers



Name: **Carlyle Aviation Management Limited**

Designation: Attorney-in-fact

Place: Dublin, Ireland

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

Name of the Target Company (TC)	SpiceJet Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	(i) SASOF III (E) Aviation Ireland Designated Activity Company (ii) SASOF III (C) Aviation Ireland Designated Activity Company (iii) Fly Aircraft Holdings One Limited (iv) Citrine Aircraft Leasing Limited (v) Fly Aircraft Holdings Seven Limited (vi) SASOF III (A19) Aviation Ireland Designated Activity Company (vii) SASOF III (A13) Aviation Ireland Designated Activity Company (viii) SASOF II (J) Aviation Ireland Limited (ix) SASOF III (A6) Aviation Ireland Designated Activity Company (collectively, the “ Sellers ”) The Sellers are managed by Carlyle Aviation Management Limited.		
Whether the acquirer belongs Promoter/ Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	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/sale under consideration, holding of:			
a) Shares carrying voting rights	48,123,186 ^{See note below}	3.75% ^{See note below}	3.18%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil

c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	48,123,186 See note below	3.75% See note below	3.18%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	18,152,126 See note below	1.42% See note below	1.20%
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares encumbered /invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	18,152,126 See note below	1.42% See note below	1.20%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	29,971,060 See note below	2.34%	1.98%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a+b+c+d)	29,971,060 See note below	2.34%	1.98%
Mode of acquisition/sale (e.g.	Open Market		

open market/ off market/ public issue / rights issue / preferential allotment/ inter se transfer etc.).	
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	From September 17, 2024 to September 23, 2024
Equity share capital/ total voting capital of the TC before the said acquisition/sale	1,281,685,703 equity shares of ₹10 each
Equity share capital/ total voting capital of the TC after the said acquisition/sale	1,281,685,703 equity shares of ₹10 each
Total diluted share/voting capital of the TC after the said acquisition/sale	1,514,912,551 equity shares of ₹10 each

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchanges under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, viz., the shareholding pattern as of September 20, 2024.

(**) 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.

Note:

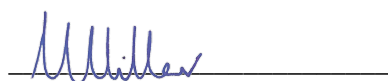
Please note that the last disclosure with respect to the Sellers' shareholding was made on September 4, 2023, specifying that Sellers together hold 48,123,186 equity shares constituting 7.03% of the total share capital in the Target Company. Prior to the commencement of sales under consideration (i.e. as of September 16, 2024), Sellers together continued to hold 48,123,186 equity shares that constituted 6.06% of the total share capital in the Target Company as of such date. Subsequently, certain shares were sold by the Sellers from September 17, 2024 to September 23, 2024 ("**Sale Period**"). Separately, the Target Company during the Sale Period, on September 20, 2024, undertook a qualified institutional placement of 487,012,986 equity shares ("**Issue**"). Pursuant to the Issue, the equity shares of the Target Company increased from 794,672,717 to 1,281,685,703 and consequently the shareholding of the Sellers in the Target Company was diluted to 3.75%. Although pursuant to the dilution on account of the Issue the aggregate shareholding of the Sellers in the Target Company has reduced to below 5%, if such dilution were not considered, the sales undertaken by the Sellers of an aggregate number of 18,152,126 equity shares would have together crossed the prescribed threshold of 2% as per the shareholding pattern prior to the commencement of sales (i.e. as of September 16, 2024). Accordingly, this disclosure is being made by the Sellers under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please see below the details of changes in the shareholding in the Target Company in respect of each of the Seller(s):

Seller	Equity shares held as of September 16, 2024 (prior to the commencement of sales)	Aggregate equity shares sold from September 17, 2024, to September 23, 2024	Remaining equity shares held as of September 23, 2024 (after the sales)
SASOF III (E) Aviation Ireland Designated Activity Company	2,081,080	788,495	1,292,585

SASOF III (C) Aviation Ireland Designated Activity Company	2,222,456	843,524	1,378,932
Fly aircraft holdings one limited	4,119,930	1,556,859	2,563,071
Citrine aircraft leasing limited	4,551,214	1,730,183	2,821,031
Fly aircraft holdings seven limited	5,334,264	1,999,312	3,334,952
SASOF III (A19) Aviation Ireland Designated Activity Company	6,334,683	2,398,969	3,935,714
SASOF III (A13) Aviation Ireland Designated Activity Company	6,700,436	2,543,057	4,157,379
SASOF II (J) Aviation Ireland Limited	8,056,650	3,022,808	5,033,842
SASOF III (A6) Aviation Ireland Designated Activity Company	8,722,473	3,268,919	5,453,554
Total	48,123,186	18,152,126	29,971,060

For and on behalf of Sellers



Name: **Carlyle Aviation Management Limited**

Designation: Attorney-in-fact

Place: Dublin, Ireland