

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	<b>PHILLIPS CARBON BLACK LIMITED</b>		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	<b>Rainbow Investments Limited</b>		
Whether the acquirer belongs to Promoter/Promoter group	<b>Yes</b>		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<b>National Stock Exchange, Bombay Stock Exchange, Calcutta Stock Exchange</b>		
Details of the acquisition / disposal/ holding of shares / voting rights/ holding of the Acquirer and PAC	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/voting capital of the TC (*)</b>
<u>Before the acquisition/sale under consideration, holding of :</u>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Voting rights (VR) otherwise than by equity 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)			
<b>d) Total (a+b+c)</b>	Nil	Nil	Nil
<u>Details of acquisition / Sale</u>			
a) Shares carrying voting rights acquired/sold	18336074	53.20	53.20
b) VRs acquired / sold otherwise than by equity 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			
<b>d) Total (a+b+c)</b>	18336074	53.20*	53.20

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<p><u>After the acquisition / sale holding of:</u></p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by equity shares</p> <p>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) after acquisition</p> <p>d) Total (a+b+c)</p>	<p><b>18336074</b></p> <p><b>18336074</b></p>	<p><b>53.20</b></p> <p><b>53.20</b></p>	<p><b>53.20</b></p> <p><b>53.20</b></p>
<p>Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>By a Scheme of Arrangement under Section 394 of the Companies Act 1956, approved by the Hon'ble Calcutta High Court vide their Order dated 15<sup>th</sup> May, 2014 (Effective date 08.07.2014)</p>		
<p>Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>	<p>NA</p>		
<p>Date of acquisition / sale of shares / VR or date of receipt of intimation of the allotment of shares, whichever is applicable.</p>	<p>08.07.2014 (The Effective date of the Scheme of Arrangement)</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition / sale</p>	<p>34467572 ( Equity Shares of Rs.10/- each fully paid up)</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition / sale</p>	<p>34467572 ( Equity Shares of Rs.10/- each fully paid up)</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>34467572 ( Equity Shares of Rs.10/- each fully paid up)</p>		

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**For RAINBOW INVESTMENTS LIMITED**



**DIRECTOR / AUTHORISED SIGNATORY**

Place: Kolkata

Date: 9<sup>th</sup> July, 2014

**Note:**

By a Scheme of Arrangement pursuant to Section 394 of the Companies Act, as approved by the Hon'ble Calcutta High Court vide their Order dated 15<sup>th</sup> May, 2014 shares /Voting rights of the following Promoter Companies have been transferred to another Promoter Group Company Rainbow Investments Limited.

**Note:**

(\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	PHILLIPS CARBON BLACK LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Rainbow Investments Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange, Bombay Stock Exchange, Calcutta Stock Exchange		
Details of the acquisition / disposal/ holding of shares / voting rights/ holding of the Acquirer and PAC	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/voting capital of the TC (*)</b>
<u>Before the acquisition/sale under consideration, holding of :</u>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Voting rights (VR) otherwise than by equity 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)			
<b>d) Total (a+b+c)</b>	Nil	Nil	Nil
<u>Details of acquisition / Sale</u>			
a) Shares carrying voting rights acquired/sold	18336074	53.20	53.20
b) VRs acquired / sold otherwise than by equity 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			
<b>d) Total (a+b+c)</b>	18336074	53.20	53.20

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<u>After the acquisition / sale holding of:</u>			
a) Shares carrying voting rights	18336074	53.20	53.20
b) VRs otherwise than by equity 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) after acquisition			
<b>d) Total (a+b+c)</b>	<b>18336074</b>	<b>53.20</b>	<b>53.20</b>
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	By a Scheme of Arrangement under Section 394 of the Companies Act 1956, approved by the Hon'ble Calcutta High Court vide their Order dated 15 <sup>th</sup> May, 2014 (Effective date 08.07.2014)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of the allotment of shares, whichever is applicable.	08.07.2014 (The Effective date of the Scheme of Arrangement)		
Equity share capital / total voting capital of the TC before the said acquisition / sale	34467572 ( Equity Shares of Rs.10/- each fully paid up)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	34467572 ( Equity Shares of Rs.10/- each fully paid up)		
Total diluted share/voting capital of the TC after the said acquisition	34467572 ( Equity Shares of Rs.10/- each fully paid up)		

**Note:**

By a Scheme of Arrangement pursuant to Section 394 of the Companies Act, as approved by the Hon'ble Calcutta High Court vide their Order dated 15<sup>th</sup> May, 2014 shares /Voting rights of the following Promoter Companies have been transferred to another Promoter Group Company Rainbow Investments Limited.

(\*) 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 Rainbow Investments Limited**

**Director**

Kolkata

09.07.2014

*SWL*