

SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

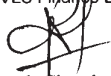
| | | | |
|--|---|---|--|
| Name of the Target Company (TC) | : RELAXO FOOTWEARS LIMITED | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | : VLS Finance Ltd. | | |
| Whether the acquirer belongs to Promoter/Promoter group | : No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | : BSE Limited The National Stock Exchange of India Ltd. | | |
| 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 # | : 4000000 | : 6.666% |
| b) | Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | : NIL | : NIL |
| c) | Voting rights (VR) otherwise than by shares | : 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 |
| e) | Total (a+b+c+d) | : 4000000 | : 6.666% |
| Details of acquisition/sale | | | |
| a) | Shares carrying voting rights acquired/sold | : NIL | : NIL |
| b) | VRs acquired /sold otherwise than by shares | : 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 |
| d) | Shares encumbered/ invoked / released by the acquirer | : 4000000 | : 6.666% |
| e) | Total (a+b+c+/-d) | : 0 | : 0.000% |
| After the acquisition/sale, holding of: | | | |
| a) | Shares carrying voting rights | : NIL | : NIL |
| b) | Shares encumbered with the acquirer | : NIL | : NIL |
| c) | VRs otherwise than by shares | : 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 |
| e) | Total (a+b+c+d) | : NIL | : NIL |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | : Off Market Globe Capital Market Ltd. | | |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | : 01/01/2015 (4000000 equity shares kept as Margin) | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | : Rs. 6,00,06,000 (Total paid-up capital) 6,00,06,000 Equity shares (Total Voting capital) | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | : Rs. 6,00,06,000 (Total paid-up capital) 6,00,06,000 Equity shares (Total Voting capital) | | |
| Total diluted share/voting capital of the TC after the said acquisition/sale. | : Rs. 6,00,06,000 (Total paid-up capital) 6,00,06,000 Equity shares (Total Voting capital) | | |

(*) 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.

For VLS Finance Limited

After giving effect to 4075000 equity shares pledged with Globe Capital Market Ltd. (VLS Securities Ltd.)


Ramesh Chandra Pandey
Group Member- Secretarial

Dated :03-01-2015
Place: New Delhi