

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

<b>Name of the Target Company (TC)</b>	Tree House Education & Accessories Limited		
<b>Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>	Capital First Limited		
<b>Whether the acquirer belongs to Promoter/ Promoter group</b>	No		
<b>Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>	BSE Ltd and National Stock Exchange of India Limited and MCX Stock Exchange Limited		
<b>Details of the acquisition / disposal as follows</b>	<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>
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	44,60,000	10.54	10.54
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>44,60,000</b>	<b>10.54</b>	<b>10.54</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/ sold	-	-	-
b) VRs acquired/ sold otherwise than by 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	-	-	-
d) Shares encumbered / invoked/ released by the acquirer	44,60,000	10.54	10.54
<b>e) Total (a+b+c+/-d)</b>	<b>44,60,000</b>	<b>10.54</b>	<b>10.54</b>



<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	-	-	-
b) Shares encumbered with the acquirer	0	0	0
c) VRs otherwise than by shares	-	-	-
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	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</b>	Release of Pledged Shares		
<b>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</b>	44,60,000 equity shares		
<b>Equity share capital / total voting capital of the TC before the said acquisition / sale</b>	4,23,10,724 equity shares		
<b>Equity share capital/ total voting capital of the TC after the said acquisition / sale</b>	4,23,10,724 equity shares		
<b>Total diluted share/voting capital of the TC after the said acquisition</b>	4,23,10,724 equity shares		

(\*) 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 Capital First Limited

  
Satish Gaikwad  
Head – Legal, Compliance & Company Secretary



Place: Mumbai

Date: December 08, 2015