

February 25, 2016

**The Secretary
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001**

Dear Sir,

Sub: Compliance with Reg. 29 of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011

In compliance with Regulation 29 of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011, we enclose herewith the disclosure in terms of sub regulation (1) in the format prescribed.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Multiples Private Equity Fund II LLP


Authorized Signatory

Encl.: As above

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART A-Details of the Acquisition

| | | | |
|--|---|--|--|
| 1. Name of the Target Company (TC) | PVR Limited | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | <p><u>Acquirer</u> - Multiples Private Equity Fund II LLP</p> <p><u>PAC</u> - Plenty CI Fund I Limited - Plenty Private Equity Fund I Limited - Plenty Private Equity FII I Limited - Plenty CI FII I Limited - Multiples Private Equity Fund I Limited</p> | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | No | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited and National Stock Exchange of India Limited | | |
| 5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC | Number | % w.r.t.total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <u>Before the acquisition under consideration, holding of:</u> | | | |
| a) Shares carrying voting rights | | | |
| - Multiples Private Equity Fund II LLP | 447,095 | 0.96% | 0.96% |
| - Plenty CI Fund I Limited | 433,143 | 0.93% | 0.93% |
| - Plenty Private Equity Fund I Limited | 4,119,762 | 8.83% | 8.83% |
| - Plenty Private Equity FII I Limited | 0 | 0% | 0% |
| - Plenty CI FII I Limited | 0 | 0% | 0% |
| - Multiples Private Equity Fund I Limited | 2,908,125 | 6.23% | 6.23% |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | | | |
| c) Voting rights (VR) otherwise than by equity 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) | | | |
| Total (a+b+c+d) | 7,908,125 | 16.95% | 16.95% |

| | | | |
|--|------------------|---------------|---------------|
| <u>Details of acquisition</u> | | | |
| a) Shares carrying voting rights acquired | | | |
| - Multiples Private Equity Fund II LLP | 107,280 | 0.23% | 0.23% |
| - Plenty Private Equity FII I Limited | 988,800 | 2.12% | 2.12% |
| - Plenty CI FII I Limited | 103,920 | 0.22% | 0.22% |
| b) VRs acquired 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 | | | |
| d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | | | |
| Total (a+b+c+d) | 1,200,000 | 2.57% | 2.57% |
| <u>After the acquisition, holding of acquirer along with PACs of:</u> | | | |
| a) Shares carrying voting rights | | | |
| - Multiples Private Equity Fund II LLP | 554,375 | 1.19% | 1.19% |
| - Plenty CI Fund I Limited | 433,143 | 0.93% | 0.93% |
| - Plenty Private Equity Fund I Limited | 4,119,762 | 8.83% | 8.83% |
| - Plenty Private Equity FII I Limited | 988,800 | 2.12% | 2.12% |
| - Plenty CI FII I Limited | 103,920 | 0.22% | 0.22% |
| - Multiples Private Equity Fund I Limited | 2,908,125 | 6.23% | 6.23% |
| 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 | | | |
| d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | | | |
| Total (a+b+c+d) | 9,108,125 | 19.52% | 19.52% |
| 6. Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer/encumbrance, etc.) | Open market | | |

| | |
|---|--|
| 7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc. | Equity Shares |
| 8. Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | February 23, 2016, February 19, 2016 & February 15, 2016 |
| 9. Equity share capital / total voting capital of the TC before the said acquisition | 46,657,938 equity shares of Rs. 10/- each |
| 10. Equity share capital/ total voting capital of the TC after the said acquisition | 46,657,938 equity shares of Rs. 10/- each |
| 11. Total diluted share/voting capital of the TC after the said acquisition | 46,657,938 equity shares of Rs. 10/- each |

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.

For Multiples Private Equity Fund II LLP



Authorised Signatory

Place: Mumbai

Date: February 25, 2016