

19th January 2017

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
BandraKurla Complex,
Bandra (East), Mumbai - 400 051
Fax: 022-26598237/38

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
PJ Towers, Dalal Street,
Fort, Mumbai - 400 00
Fax: 022-22723121/1278

Company Code: PVR / 532689

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

Dear Sir,

Please find enclosed herewith the disclosure made under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding acquisition of 35,82,585 and 29,58,888 equity shares of the Company by Berry Creek Investment Ltd and Gray Birch Investment Ltd on the stock exchange on January 18, 2017.

This is for your information and record.

Yours faithfully

For **PVR Limited**



Pankaj Dhawan

Sr. VP Secretarial



Encl: A/a

18 January 2017

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 051
corp.relations@bseindia.com

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra E, Mumbai - 400 051
takeover@nse.co.in

PVR Limited
61, Basant Lok, Vasant Vihar,
New Delhi – 110 057
Pankaj.dhawan@pvrcinemas.com

Dear Sir/ Madam,

Sub: Disclosures under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by Berry Creek Investment Ltd and Gray Birch Investment Ltd in respect of acquisition of shares of PVR Limited.

In compliance with the Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we enclose herewith the disclosure in the prescribed format.

Request you to take note and do the needful.

Thanking you

Yours faithfully,

For Berry Creek Investment Ltd

For Gray Birch Investment Ltd





Authorized Signatory
Name: Sharmila Baichoo
Designation: Director
Place: Port Louis, Mauritius

Authorized Signatory
Name: Sharmila Baichoo
Designation: Director
Place: Port Louis, Mauritius

Encl.: As above

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

Part A – Details of the Acquisition

Name of the Target Company (“TC”)	PVR Limited		
Name(s) of the acquirer and Persons Acting in Concert (“PAC”) with the acquirer	<p>i. Berry Creek Investment Ltd</p> <p>ii. Gray Birch Investment Ltd</p> <p>Berry Creek Investment Ltd and Gray Birch Investment Ltd are affiliates of Warburg Pincus LLC and are persons acting in concert with respect to their shareholding in the TC.</p>		
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 and National Stock Exchange of India Limited		
Details of the acquisition 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 acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (“VR”) otherwise than by equity 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
c) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition:			
a) Shares carrying voting rights acquired			
i. Berry Creek Investment Ltd	3,582,585 Equity shares of the face value of Rs. 10/- each	7.67%	7.67%
ii. Gray Birch Investment Ltd	2,958,888 Equity shares of the face value of Rs. 10/- each	6.33%	6.33%

b) VRs acquired otherwise than by equity 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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	6,541,473 Equity shares of the face value of Rs. 10/- each	14%	14%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
i. Berry Creek Investment Ltd	3,582,585 Equity shares of the face value of Rs. 10/- each	7.67%	7.67%
ii. Gray Birch Investment Ltd	2,958,888 Equity shares of the face value of Rs. 10/- each	6.33%	6.33%
b) VRs otherwise than by equity 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) after acquisition	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+d)	6,541,473 Equity shares of the face value of Rs. 10/- each	14%	14%
Mode of acquisition (e.g. open market/ public issue/ rights issue/ preferential allotment/ inter-se transfer/ encumbrance, etc.)	Gray Birch Investment Ltd acquired the equity shares of the TC pursuant to open market purchase. Berry Creek Investment Ltd acquired the equity shares of the TC pursuant to an off-market purchase.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares carrying voting rights		

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.	Gray Birch Investment Ltd acquired the equity shares of the TC on 18 January 2017 Berry Creek Investment Ltd acquired the equity shares of the TC on 18 January 2017
Equity share capital/ total voting capital of the TC before the said acquisition	46,738,588 Equity Shares of the face value of Rs. 10/- each
Equity share capital/ total voting capital of the TC after the said acquisition	46,738,588 Equity Shares of the face value of Rs. 10/- each
Total diluted share/ voting capital of the TC after the said acquisition	46,738,588 Equity Shares of the face value 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 Berry Creek Investment Ltd



Authorized Signatory
Name: Sharmila Baichoo
Designation: Director

Place: Port Louis, Mauritius

Date: 18 January 2017

For Gray Birch Investment Ltd



Authorized Signatory
Name: Sharmila Baichoo
Designation: Director

Place: Port Louis, Mauritius

Date: 18 January 2017