

Date: 05.07.2017

From,
Khyati C. Valia (Seller)
Flat No 401, 4th Floor, Sri Mallinath CHSL,
Palai Villa,
Telang Cross Road No 2,
Matunga (East)
Mumbai - 400019

Shradha Valia (Seller)
1501/1502, A Wing, Julian Alps,
15th Floor, Bhakti Park
Wadala (East), Mumbai - 400037

Vijay Parekh (Seller)
102, Smruti CHSL,
M. G Cross Road No 4,
Kandivali (West)
Mumbai - 400067

Paresh Parekh (Seller)
102, Smruti CHSL,
M. G Cross Road No 4,
Kandivali (West)
Mumbai - 400067

To,

1. National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051.

2. BSE Limited,
Market Operations Dept.
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Scrip Name : MARATHON

Scrip Code : 503101

Dear Sir,

Sub: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Ref: Marathon Nextgen Realty Limited

Dear Sir/Madam,

With reference to the above mentioned subject, enclosed herewith please find disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of shares sold by us pursuant to buyback of equity shares by Marathon Nextgen Realty Limited

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Kindly acknowledge receipt of the same and update your records and oblige

Thanking you,

Yours faithfully,
For and on behalf of Sellers

Mentor

Authorised Signatory

Encl.: as above

CC :
Marathon Nextgen Realty Limited
Marathon Futurex,
N. M Joshi Marg,
Lower Parel,
Mumbai - 400013

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|--|---|--|---|
| Name of the Target Company (TC) | Marathon Nextgen Realty Limited | | |
| Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller | Seller : Ms. Khyati C Valia Ms Shradha Valia Mr. Paresh Parekh Mr. Vijay Parekh | | |
| 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 National Stock Exchange Limited | | |
| 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(**) |
| <u>Before the acquisition/disposal under consideration, holding of :</u> | | | |
| a. Shares carrying voting rights | | | |
| 1. Khyati Valia | 670829 | 2.36 | 2.36 |
| 2. Shradha Valia | 666329 | 2.34 | 2.34 |
| 3. Vijay Parekh | 590078 | 2.08 | 2.08 |
| 4. Paresh Parekh | 584380 | 2.05 | 2.05 |
| b. Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | Nil | NA | NA |
| c. Voting rights (VR) otherwise than by equity shares | Nil | NA | NA |
| 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 | NA | NA |
| e. Total (a+b+c+d) | 2511616 | 8.83 | 8.83 |
| <u>Details of acquisition/sale</u> | | | |
| a. Shares carrying voting rights acquired/sold | | | |
| 1. Khyati Valia | 360883 | 1.57 | 1.57 |
| 2. Shradha Valia | 358462 | 1.56 | 1.56 |
| 3. Vijay Parekh | 317442 | 1.38 | 1.38 |
| 4. Paresh Parekh | 314377 | 1.37 | 1.37 |
| b. VRs acquired/sold otherwise than by equity shares | Nil | NA | NA |
| c. Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify | Nil | NA | NA |

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| | | | |
|--|---|-------------|-------------|
| holding in each category) acquired/sold | | | |
| d. Shares encumbered/invoked/released by the acquirer/seller | Nil | NA | NA |
| e. Total (a+b+c+/-d) | 1351164 | 5.88 | 5.88 |
| After the acquisition/sale, holding of : | | | |
| a. Shares carrying voting rights | | | |
| 1. Khyati Valia | 309946 | 1.35 | 1.35 |
| 2. Shradha Valia | 307867 | 1.34 | 1.34 |
| 3. Vijay Parekh | 272636 | 1.19 | 1.19 |
| 4. Paresh Parekh | 270003 | 1.17 | 1.17 |
| b. VRs otherwise than by equity shares | Nil | NA | NA |
| 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 | NA | NA |
| d. Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | Nil | NA | NA |
| Total (a+b+c+d) | 1160452 | 5.05 | 5.05 |
| Mode of acquisition/sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | Buyback of shares through Tender Offer | | |
| Date of acquisition/sale of shares/ VR/ or date of receipt of intimation of allotment of shares, whichever is applicable | 3 rd July, 2017 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/sale | Rs. 28,43,73,450/- (2,84,37,345 equity shares of face value of Rs. 10/- each) | | |
| Equity share capital/ total voting capital of the TC after the said acquisition/sale | Rs. 23,00,00,000/- (2,30,00,000 equity shares of face value of Rs. 10/- each) | | |
| Total diluted share/voting capital of the TC after the said acquisition/sale | Rs. 23,00,00,000/- (2,30,00,000 equity shares of face value of Rs. 10/- each) | | |

(*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.

Thanking you,
Yours faithfully,
For and on behalf of Sellers

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Authorised Signatory

Place: Mumbai

Date: 05.07.2017