

15th February, 2018

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 532695

National Stock Exchange of India Limited

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

NSE Symbol: CELEBRITY

Dear Sir/ Madam,

Sub: Disclosures under Regulation 29(2) read with Regulation 29(3) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulation, 2011 regarding acquisition of Equity Shares on Conversion of Warrants


In compliance with the disclosure requirements under Regulation 29(2) read with Regulation 29(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, as amended, please find enclosed herewith the disclosures in the prescribed format in relation to acquisition of 35,05,696 equity shares acquired on 13th February 2018 upon conversion of 35,05,696 warrants:

Date of Allotment	Name of the acquirer	Total number of warrants allotted on 04 th March 2017	Number of Equity Shares allotted upon conversion of Warrants
13-02-2018	Mr. Venkatesh Rajagopal	13,14,636	13,14,636
13-02-2018	Mr. Charath Ram Narsimhan	21,91,060	21,91,060
Total		35,05,696	35,05,696

We request you to kindly take the same on record.

Thanking You,

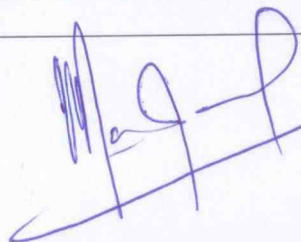
For and on behalf of Acquirers


Charath Ram Narsimhan

Encl: Disclosures in the prescribed format

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

Name of the Target Company (TC)	Celebrity Fashions Limited ("CFL")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Venkatesh Rajagopal (hereinafter the "Acquirer") Persons acting in concert with the Acquirer: a) Other shareholders of CFL belonging to its promoter and promoter group, namely: (i) Mrs. Rama Rajagopal (ii) Mr. Vidyuth Rajagopal, (iii) Mrs. Anjali Rajagopal and (iv) Mr. Rajagopalan K.A. b) Mr. Charath Ram Narsimhan (hereinafter the "PACs")		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India 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 (**)
Before the acquisition under consideration, holding of Acquirers and PACs:			
a) Shares carrying voting rights	9642981 (18785884)#	22.92 (44.65)#	20.19 (39.33)#
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
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 T C (specify holding in each category)	1314636 (5696756)#	-	2.75 (11.93)#
e) Total (a+b+c+d)	10957617 (24482640)#	22.92 (44.65)#	22.94 (51.25)#
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	1314636 (3505696)	1.12 (4.26)	2.75 (7.34)
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			



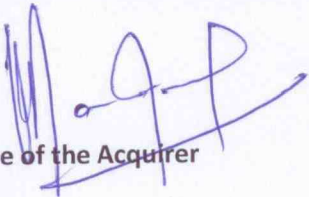
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	1314636 (3505696)	1.12 (4.26)	2.75 (7.34)
After the acquisition/sale, holding of Acquirer and PACs:			
a) Shares carrying voting rights	10957617 (22291580)	24.04 (48.91)	22.94 (46.67)
b) Shares encumbered with the acquirer			
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	0 (2191060)	0 (0)	0 (4.59)
e) Total (a+b+c+d)	10957617 (24482640)	24.04 (48.91)	22.94 (51.25)
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Equity shares acquired pursuant to conversion of warrants allotted on preferential basis to the Acquirers.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Allotment: 13 th February 2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	4,20,71,249 paid-up equity shares of Rs.10/- each aggregating to Rs. 42,07,12,490/-		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	4,55,76,945 paid-up equity shares of Rs.10/- each aggregating to Rs. 45,57,69,450/-		
Total diluted share/voting capital of the TC after the said acquisition/sale	4,77,68,005 paid-up equity shares of Rs.10/- each aggregating to Rs. 47,76,80,050/- (assuming conversion of all the Warrants issued by CFL to the Acquirers into the equity shares of 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.

signifies total holding of Promoter & Promoter Group along with PACs.


Signature of the Acquirer

Place: Chennai

Date: 14-02-2018

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)

Regulations, 2011

Name of the Target Company (TC)	Celebrity Fashions Limited ("CFL")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Charath Ram Narsimhan (hereinafter the "Acquirer") Persons acting in concert with the Acquirer: Other shareholders of CFL belonging to its promoter and promoter group, namely: (i) Mr. Venkatesh Rajagopal (ii) Mrs. Rama Rajagopal (iii) Mr. Vidyuth Rajagopal, (iv) M s. Anjali Rajagopal and (v) Mr. Rajagopalan K.A. (hereinafter the "PAC")		
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 of India 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 (**)
Before the acquisition under consideration, holding of Acquirers and PACs:			
a) Shares carrying voting rights	2340255 (18785884)#	5.56 (44.65)#	4.90 (39.33)#
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	-	-	-
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 T C (specify holding in each category)	2191060 (5696756)#	-	4.59 (11.93)#
e) Total (a+b+c+d)	4531315 (24482640)#	5.56 (44.65)#	9.49 (51.25)#
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	2191060 (3505696)	4.38 (4.26)	4.59 (7.34)
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			

Charath Narsimhan

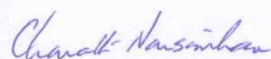
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	2191060 (3505696)	4.38 (4.26)	4.59 (7.34)
After the acquisition/sale, holding of Acquirer and PACs:			
a) Shares carrying voting rights	4531315 (22291580)	9.94 (48.91)	9.49 (46.67)
b) Shares encumbered with the acquirer			
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	0 (2191060)	0 (0)	0 (4.59)
e) Total (a+b+c+d)	4531315 (24482640)	9.94 (48.91)	9.49 (51.25)
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Equity shares acquired pursuant to conversion of warrants allotted on preferential basis to the Acquirers.		
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