

**IDBI Trusteeship Services Ltd**

CIN : U65991MH2001GOI131154



Ref: 9892/ITSL/OPR/2017-18/

Date: March 5, 2018

<b>Bombay Stock Exchange</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051
<b>Religare Enterprises Limited</b> D3,P3B, District Centre, Saket,New Delhi, Delhi - 110017	

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to invocation of pledge of shares and Transfer of invoked shares of Religare Enterprises Limited.**

Pursuant to the Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the Invocation of pledge of shares and transfer of invoked shares of Religare Enterprises Limited in favour of IDBI Trusteeship Services Limited (ITSL) in the capacity of Debenture Trustee for the benefit of Debenture Holders.

For and on behalf of

**IDBI Trusteeship Services Ltd**


Authorized Signatory

**Part A****Annexure****Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.****Part- A – Details of Acquisition**

1. Name of the Target Company (TC)	<b>Religare Enterprises Limited</b>		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Invocation of Pledge of Equity shares and transfer of invoked shares of Religare Enterprises Limited by IDBI Trusteeship Services Limited as per the instructions of Debenture Holders of Series A NCDs issued by SGGD Projects Development Pvt. Ltd.		
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	Bombay Stock Exchange Limited , National Stock Exchange of India Limited		
5. Details of the acquisition as follows	<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><u>Before the acquisition and invocation of pledge and transfer under consideration, holding of acquirer along with PACs of:</u></b>	43,92,388	2.46%	2.46%
<ul style="list-style-type: none"> <li>a) Shares carrying voting rights</li> <li>b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)</li> <li>c) Voting rights (VR) otherwise than by shares</li> <li>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)</li> </ul>			
<b>e) Total (a+b+c+d)</b>	<b>43,92,388</b>	<b>2.46%</b>	<b>2.46%</b>



<p><b><u>Details of invocation of Pledge of shares and transfer of invoked shares under consideration</u></b></p> <p>a) Shares carrying voting rights acquired/sold</p> <p>b) VRs acquired/sold otherwise than by shares</p> <p>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</p> <p>d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p>	43,92,388	2.46%	2.46%
<p>e) Total (a+b+c+d)</p>	43,92,388	2.46%	2.46%
<p><b><u>After the invocation of Pledge of shares and transfer of invoked shares under consideration holding of acquirer along with PACs of :</u></b></p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by shares</p> <p>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.</p> <p>d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p>	NIL	NIL	NIL
<p>e) Total (a+b+c+d)</p>	NIL	NIL	NIL
<p>6. Mode of acquisition/Release (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.) – invocation of pledge of shares</p>	<p>Pledge over 43,92,388 Equity Shares were invoked on 01-03-2018 constituting 2.46% of paid equity share capital by IDBI Trusteeship Services Limited (Debenture Trustee) and transferred to Debenture Holders Account as per the instructions from Debenture Holders of Series A NCDs issued by SGGD Projects</p>		

	Development Pvt. Ltd		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Pledge over 43,92,388 Equity Shares were invoked on 01-03-2018 constituting 2.46% of paid equity share capital by IDBI Trusteeship Services Limited (Debenture Trustee) and transferred to Debenture Holders Account as per the instructions from Debenture Holders of Series A NCDs issued by SGGD Projects Development Pvt. Ltd		
8. Date of acquisition/sale invocation of Pledge of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	01-03-2018		
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	17,84,55,248 equity shares of face value of as disclosed in the shareholding pattern dated December 30, 2017 disclosed on the website of BSE Limited.		

10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	17,84,55,248 equity shares of face value of as disclosed in the shareholding pattern dated December 30, 2017 disclosed on the website of BSE Limited.		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	17,84,55,248 equity shares of face value of as disclosed in the shareholding pattern dated December 30, 2017 disclosed on the website of BSE Limited.		

The invoked 43,92,388 equity shares calculating to 2.46% of paid up share capital of the Target Company was transferred to the Series A Debenture Holder's Demat account on March 1<sup>st</sup>, 2018 as per the instructions of Series A Debenture Holders of SGGD Projects Development Pvt Ltd.

