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National Stock Exchange of India Ltd.  
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Prozone Intu Properties Limited  
105/106, Ground Floor, Dream Square,  
Dalia Industrial Estate, Off New Link Road,  
Andheri West, Mumbai- 400053  
[investorservice@prozoneintu.com](mailto:investorservice@prozoneintu.com)

Date: 14 May 2018

Dear Sirs/Madams,

**Sub: Disclosure pursuant to Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to acquisition of shares of Prozone Intu Properties Limited.**

Pursuant to the disclosure required to be made under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the purchase of shares of Prozone Intu Properties Limited by Intu India (Portfolio) Limited ("Intu India") from Nailsfield Limited ("Nailsfield").

Both Nailsfield and Intu India are wholly owned subsidiaries of Intu Properties plc, a company incorporated in England ("Intu UK"). The said acquisition of shares is a part of Intu UK's strategy of reorganising its investments into Indian securities. Therefore, there is no change in the aggregate shareholding of Intu UK into Prozone Intu Properties Limited as a result of the said acquisition of shares by Intu India from Nailsfield.

This is for your information and records.

**For and on behalf of Intu India (Portfolio) Limited**

Name: David Fischel

Designation: Director

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**Format for 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)	Prozone Intu Properties Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Intu India (Portfolio) Limited, Nailsfield Limited (each a wholly owned subsidiary of Intu Properties plc.)		
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 as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	49,410,788 shares	32.38%	32.38%
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
e) <b>Total (a+b+c+d)</b>	<b>49,410,788 shares</b>	<b>32.38%</b>	<b>32.38%</b>
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	5,415,000 shares	3.55%	3.55%
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) <b>Total (a+b+c+/-d)</b>	<b>5,415,000 shares</b>	<b>3.55%</b>	<b>3.55%</b>
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	49,410,788 shares	32.38%	32.38%
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) <b>Total (a+b+c+d)</b>	<b>49,410,788 shares</b>	<b>32.38%</b>	<b>32.38%</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Inter-se transfer		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Ordinary Equity Shares		
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.	11 <sup>th</sup> May 2018		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 305,205,766/- 152,602,883 Equity Shares of Rs 2 Each		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 305,205,766/- 152,602,883 Equity Shares of Rs 2 Each		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 305,205,766/- 152,602,883 Equity Shares of Rs 2 Each		