

March 22, 2021

To,

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai- 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra-Kurla Complex, Bandra East,  
Mumbai- 400051

Security code: 503100

Symbol: PHOENIXLTD

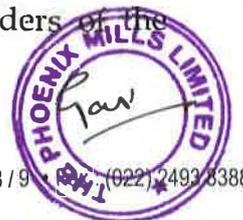
Dear Sir(s),

**Sub: Scheme of Amalgamation of Phoenix Hospitality Company Private Limited with The Phoenix Mills Limited ("Scheme")**

**Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is further to the meeting of the Equity shareholders of The Phoenix Mills Limited ("**Transferee Company**" or "**Company**") held on Tuesday, December 29, 2020 at 12:00 Noon ("**Meeting**") through Video Conferencing or Other Audio Visual Means ("**VC/ OAVM**").

In this regard, we wish to inform you that the Company application seeking directions for holding the meeting of its equity shareholders was heard by the Hon'ble National Company Law Tribunal, Mumbai Bench ("**NCLT**") on November 13, 2020 wherein the Company had proposed and sought leave to hold the Meeting. The same was reserved for orders. On December 4, 2020, the matter was listed for pronouncement of the order, the application was allowed however, the Order remained to be uploaded on the portal of the Hon'ble NCLT. The Company, considering that the application had been allowed, and in the bonafide belief that the Order would be pronounced by Hon'ble NCLT in terms of the draft minutes of the Order submitted by the Company to Hon'ble NCLT on November 13, 2020, proceeded to conduct the meeting of its equity shareholders on December 29, 2020 whereat the resolution was approved with requisite majority. The Hon'ble NCLT's order of December 04, 2020, however, was uploaded on the portal and made available on January 05, 2021 directing that the meeting of equity shareholders be held on February 19, 2021 or February 22, 2021. Further thereafter, on Company's application seeking an amendment of the aforesaid Order which was heard on February 23, 2021, the Hon'ble NCLT has, vide its Order dated March 17, 2021 (a copy of which was made available on March 19, 2021) declared the Meeting as null and void and directed that a fresh meeting of the equity shareholders



Transferee Company be held on April 30, 2021 through VC/OAVM, for the purpose of obtaining consent of equity shareholders of the Company to the proposed Scheme.

The Company is taking necessary steps to convene the meeting of its equity shareholders as directed by the Hon'ble NCLT.

The Notice convening the fresh meeting in terms of the Hon'ble NCLT's Order dated March 17, 2021 shall be issued in due course.

You are requested to take the aforesaid information on your record.

**Yours Faithfully,  
for The Phoenix Mills Limited**



**Gajendra Mewara  
Company Secretary**

