

December 18, 2018

**The Corporate Relationship Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001

**The Corporate Relationship Department
The National Stock Exchange of India Ltd**
Bandra-Kurla Complex, Mumbai.

Ref: The Phoenix Mills Limited (503100/ PHOENIXLTD)

Sub: Form C - Disclosure under Regulation 7(2)(b) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

Dear Sir(s),

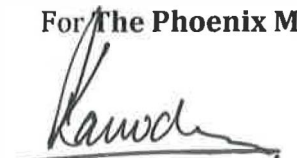
We are enclosing herewith Form C containing disclosure under Regulation 7(2)(b) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (**PIT Regulations**) with respect to the allotment of fully paid-up equity shares of The Phoenix Mills Limited pursuant to the Phoenix Mills Employees' Stock Option Plan 2007. Following employees of the Company have exceeded the threshold specified in 7(2)(a) of PIT Regulations.

Sr No.	Name	No. of Equity Shares Allotted	Date of Allotment
1.	Gajendra Singh Rathaur	2,500	November 05, 2018
		5,000	December 17, 2018
2.	Haresh Morajkar	15,000	December 17, 2018
3.	Rajesh Kulkarni	5,000	December 17, 2018

Kindly take the above information on record.

Regards,

For **The Phoenix Mills Limited**



**Pradumna Kanodia
Director- Finance
(DIN: 01602690)**



Encl.: as above

FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6 (2) – Continual Disclosure]

Name of the company: The Phoenix Mills Limited ISIN of the company: INE211B01039

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters /KMP / Directors/Immediate relatives/others etc)	Securities held prior to acquisition/ disposal		Securities acquired / Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to Company	Mode of acquisition / disposal (on market /public rights/ preferential offer /off market/ inter-se transfer, ESOP's etc)	Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/ Pledge /Revoke/Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To			Type of Contract	Contract Specifications	Buy		Sell		
																Notional Value	Number of units (contract * lot size)	Notional Value	Number of units (contract * lot size)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21
Gajendra Singh Rathaur PAN: AFAPR4920H CIN:NA Address: B203, Brixton Block Brigade Metropolis, Mahadevpura, Whitefield, Bangalore 560048, Contact No.:080-67266777	Others	Equity Shares	5000 (0.003%)	Equity Shares	2500 (ESOP Allotment)	Rs. 8,34,750	ESOP Allotment	Equity Shares	7500 (0.005%)	05.11.2018 (ESOP Allotment)	05.11.2018 (ESOP Allotment)	18.12.2018	ESOP Allotment	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Gajendra Singh Rathaur PAN: AFAPR4920H CIN:NA Address: B203, Brixton Block Brigade Metropolis, Mahadevpura, Whitefield, Bangalore 560048, Contact No.:080-67266777	Others	Equity Shares	7500 (0.005%)	Equity Shares	5000 (ESOP Allotment)	Rs. 16,69,500	ESOP Allotment	Equity Shares	12500 (0.008%)	17.12.2018 (ESOP Allotment)	17.12.2018 (ESOP Allotment)	18.12.2018	ESOP Allotment	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: In case of options, notional value shall be calculated based on Premium plus strike price of options.

For The Phoenix Mills Limited

Signature:

Name : Pradumna Kanodia

Designation: Director- Finance (DIN: 01602690)

Date: 18.12.2018

Place: Mumbai



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Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/KMP / Directors/ immediate relatives/ others etc)	Securities held prior to acquisition/disposal		Securities acquired /Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to Company	Mode of acquisition/disposal (on market/public rights/preferential offer/off market/inter se transfer, ESOP's etc)	Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/Pledge/Revoke/Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To			Type of Contract	Contract Specifications	Buy		Sell		
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Haresh Morajkar PAN: AAFPM0740G CIN:NA ; DIN: NA Address: 301, Narendra Apt, Jay Prakash Nagar, Road No. 3, Goregaon (E) Mumbai – 400 063 Contact No.:022-30016600	Others	Equity Shares	30,000 (0.02%)	Equity Shares	15000 (ESOP Allotment)	Rs. 50,08,500	ESOP Allotment	Equity Shares	45,000 (0.03%)	17.12.2018 (ESOP Allotment)	17.12.2018 (ESOP Allotment)	18.12.2018	ESOP Allotment	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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For The Phoenix Mills Limited

Signature:



Name : Pradumna Kanodia

Designation: Director- Finance (DIN: 01602690)

Date: 18.12.2018

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		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/ Pledge/Revoke/Unpledge/Unrevoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To			Type of Contract	Contract Specifications	Buy		Sell		
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Rajesh Kulkarni PAN: ADZPK3569J CIN:NA DIN: NA Address: Room No. 6, 42A, 1 st Floor, Saikrupa Building, V. N. Naik Marg, Forjett Street, Gowalia Tank, Mumbai- 400026 Contact: 022-30016000	Others	Equity Shares	31,250 (0.02%)	Equity Shares	5000 ESOP Allotment)	Rs. 16,69,500	ESOP Allotment	Equity Shares	36,250 (0.02%)	17.12.2018 (ESOP Allotment)	17.12.2018 (ESOP Allotment)	18.12.2018	ESOP Allotment	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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For The Phoenix Mills Limited

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