



Corp. Office : Shree Laxmi Woolen Mills Estate, 2nd Floor,
R.R Hosiery, Off. Dr. E. Moses Rd. Mahalaxmi, Mumbai - 400 011
Tel: (022) 3001 6600 Fax : (022) 3001 6601
CIN No. : L17100MH1905PLC000200

May 11, 2015

**The Corporate Relationship Department
BSE Limited**

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001
Fax: 22722037 / 39 / 41 / 61

**The Corporate Relationship Department
The National Stock Exchange of India Ltd**

Bandra-Kurla Complex, Mumbai.
Fax: 26598237 / 38, 26598347 / 48

Ref: The Phoenix Mills Limited (503100/ PHOENIXLTD)

Sub: Issue of securities on Private Placement basis

Dear Sir(s),

This is to inform you that the Board of Directors of the Company in its meeting held today i.e. on May 11, 2015 has approved, subject to the approval of the shareholders, raising of funds not exceeding Rs. 10,000 million (including premium) by issue of equity shares and/or any other securities convertible into equity on private placement basis through Qualified Institutions Placement (QIP) under SEBI Regulations and/or through preferential issue of securities and/or through issuance of securities in the domestic/international markets by way of FCCBs, GDRs, etc. in one or more tranches and to utilize the net proceeds of the proposed issue towards capital expenditure, working capital requirements, funding growth opportunities including investing in existing and proposed business ventures, reduction of debt, general corporate purposes and for such other purposes as may be permitted by applicable laws.

Further, the Board of Directors of the Company has also approved the postal ballot notice dated May 11, 2015 for obtaining shareholders' approval for the above through postal ballot/e-voting.

Mr. Himanshu S. Kamdar, Practicing Company Secretary and Partner, Rathi & Associates has been appointed by the Board to act as the Scrutinizer for the entire Postal Ballot and E-voting process.

We request you to kindly take the same on record.

Regards,

For The Phoenix Mills Limited


Puja Tandon
Company Secretary

