

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

April 29, 2015

To

The Corporate Relationship Department BSE Limited

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

The Listing Department, The National Stock Exchange of India Ltd

Bandra-Kurla Complex, Mumbai.

Fax: 022-26598237/38

Ref: The Phoenix Mills Limited (503100/PHOENIXLTD)

Sub: Disclosure under Regulation 13(6) of Securities and Exchange Board of

India (Prohibition of Insider Trading) Regulations, 1992

Dear Sir(s),

This is to inform you that the Company has received an intimation dated April 28, 2015 from Mr. Atul Ashok Ruia, one of the promoters and director of the Company, under regulation 13(4A) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

Pursuant to the requirements of Regulation 13(6), we are enclosing herewith the information received in the prescribed Form D.

Regards,

For The Rhoenix Mills Limited

company secretary

Encl.: as above

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 [Regulations 13(4), 13(4A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/ Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/Perso n who is part of Promoter Group/ Director/Officer	advice/ acquisition / sale of	to company	Mode of acquisition (market purchase/ public/ rights/pref erential offer, etc.) /sale	voting rights post acquisitio n/	through whom the trade was executed with	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quan tity	Sell valu e
Address: C/o Market City Resources Pvt. Ltd., R.R.	Equity	27.04.2015	28.04.2015	Market Purchase	Equity Shares	Services Ltd.	}	6,520 Equity Shares	Rs. 2,501,854.40/-	-	~

For The Rhoenix Mills Limited

Company Secretary Date: April 29, 2015