

March 1, 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 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 to Mr. Rajesh Kulkarni, Director - Projects Delivery on February 27, 2018.

Kindly take the above information on record.

Regards,

For **The Phoenix Mills Limited**



Company Secretary

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).

1	2	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		13	14	15	16	Trading in derivatives (Specify type of contract, Futures or Options etc)			21	
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	Value	Transaction Type (Buy/Sale/Pledge/Revoke/Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To	Date of intimation to company					Mode of acquisition/disposal (on market / public rights/preferential offer / off market/ Inter-se transfer, ESOP's etc)	Type of Contract	Contract Specifications		Buy
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21
Rajesh Kulkarni PAN: ADZPK3569J CIN: NA Address: Room No. 6, 42A, 1 st Floor, Sai Krupa Building, V.N. Naik Marg, Forjett Street, Gowalia Tank, Mumbai - 400026 Contact No.: 022-30016600	Others - Employee	Equity Shares	15,400 (0.01%)	Equity Shares	5,000 (ESOP Allotment)	Rs. 16,69,500	ESOP Allotment	Equity Shares	20,400 (0.013%)	27.02.2018 (ESOP Allotment)	27.02.2018 (ESOP Allotment)	28.02.2018	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



Name: Puja Tandon
 Designation: Company Secretary
 Date: 01.03.2018
 Place: Mumbai