

11th February, 2016

To

National Stock Exchange of India Limited "Exchange Plaza"

Bandra - Kurla Complex, Bandra (East)

Mumbai 400 051

Scrip Code: TRENT EQ

Fax No: 022-26598237-38

To

**BSE** Limited

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 Scrip Code: [Physical Form 2511]

[Demat Form 500251]

Fax No: 22723121

Dear Sir / Madam,

Sub: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that Trent Limited ("the Company") has entered into certain definitive agreements ("Agreements"), the details of which are as under:

- 1. Name(s) of parties with whom the agreement is entered: 1. Amazon.com NV Investment Holding LLC ("Investor") 2. Westland Limited (a wholly owned subsidiary of the Company).
- 2. Purpose of entering into the agreement: The Investor would subscribe to Westland's share capital such that it holds around 26% of the Westland's share capital on a fully diluted basis, for an aggregate amount of approximately Rs.9.50 crores. The parties have entered into the Shareholders' Agreement to provide for their respective rights and obligations regarding Westland Limited. Given Investor's extensive experience in books and digital platforms, the investment would facilitate Westland Limited to take Indian authors and their works to a far wider audience.
- 3. Shareholding, if any, in the entity with whom the agreement is entered: The entire share capital of Westland Limited is held by the Company.
- 4. Significant terms of the agreement: The significant terms of the Shareholders' Agreement are as under:
  - The Investor will be provided with minority protection rights with respect to (i) key operational and non-operational matters at the Board and shareholder level in Westland Limited in line with arrangements of this nature, including in relation to changes in its capital structure.
  - (ii) The Investor has a right to appoint a Director on the Board of Westland Limited.
  - (iii) The Investor will have the right to subscribe in future capital issuances by Westland Limited.
  - Investor will have the option to acquire the remaining 74% of the shares of (iv) the Westland Limited held by the Company at a later date.

REGISTERED OFFICE: BOMBAY HOUSE, 24, HOMI MODY STREET, MUMBAI - 400 001. TEL.: (91-22) 6665 8282 FAX: (91-22) 2204 2081



- 5. Whether the said parties are related to promoter/promoter group/group companies in any manner: The Investor is not related to Westland Limited, Company or its promoter/promoter group.
- 6. Whether the transaction would fall within related party transaction: No
- 7. In case of issuance of shares to the parties, details of issue price, class of shares issued: The Company is not issuing any shares to the Investor or Westland Limited pursuant to the Agreements.
- 8. Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.: Not Applicable

This is for your information and record.

Thanking you,

For Trent Limited

M.M. Surti

**Company Secretary**