

# BAYMANCO INVESTMENTS LIMITED

Registered Office: 33. Edith Cavell Street, Port Louis 11324, Mauritius  
(Company No.:141008)

21<sup>st</sup> January, 2021

The Secretary  
BSE Ltd,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot No. C/1, 'G' Block, Bandra-Kurla  
Complex,  
Bandra (E), Mumbai – 400051

Dear Sirs,

Sub: Report under Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [Takeover Regulations] on Inter-se transfer of shares by way of Block Deal on the exchange amongst Promoters of The Bombay Dyeing and Manufacturing Company Limited (Target Company).


This is with reference to the intimation under Regulation 10(5) submitted by us on 11<sup>th</sup> January, 2021.

Please find enclosed the Report as required under Regulation 10(6) of the Takeover Regulations for the acquisition by us of 54,70,000 shares of the Target Company from companies forming part of its Promoter Group.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Baymanco Investments Limited

  
Jaideep Pandit  
Director  
Encl: a/a

CC: Mr. Sanjive Arora, Company Secretary,  
The Bombay Dyeing & Manufacturing Co. Ltd.,  
Regd Office: Neville House, J. N. Heredia Marg,  
Ballard Estate, Mumbai – 400001

**Disclosures under Regulation 10(6) -Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

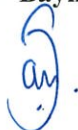
|    |  |   |   |   |
|----|--|---|---|---|
| 1. | Name of the Target Company (TC)  | The Bombay Dyeing and Manufacturing Company Limited   |   |   |
| 2. | Name of the acquirer(s)  | Baymanco Investments Limited  |   |   |
| 3. | Name of the stock exchange where shares of the TC are listed   | National Stock Exchange of India Limited<br>BSE Limited   |   |   |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.   | Inter-se transfer by way of block deal on the exchange pursuant to internal restructuring of Promoters' holdings in the Target Company. |   |   |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.   | Regulation 10(1)(a)(ii) of SEBI SAST Regulations  |   |   |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>– whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>– date of filing with the stock exchange. | Yes<br><br>Yes<br><br>11 <sup>th</sup> January, 2021  |   |   |
| 7. | Details of acquisition   | Disclosures required to be made under regulation 10(5)  | Whether the disclosures under regulation 10(5) are actually made  |   |
|    | a.   | Name of the transferor / seller   | 1. Nowrosjee Wadia and Sons Limited<br>2. Macrofil Investments Limited<br>3. Heera Holdings and Leasing Private Limited<br>4. Nidhivan Investments and Trading Company Private Limited<br>5. Sahara Investments Private Limited | Yes   |
|    | b.   | Date of acquisition   | Anytime after four working days from the date of this intimation i.e. on or after 16 <sup>th</sup> January, 2021  | Yes, disclosures made. The acquisition was done on 19 <sup>th</sup> January, 2021 |

|    |                             |   |   |  |                           |  |
|----|-----------------------------|---|---|--|---------------------------|--|
|    | c.                          | Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | 1) Nowrosjee Wadia and Sons Limited - Upto 2,00,000 shares<br>2) Macrofil Investments Limited - Upto 4,30,000 shares<br>3) Heera Holdings and Leasing Private Limited - Upto 17,52,000 shares<br>4) Nidhivan Investments and Trading Company Private Limited - Upto 18,80,000 shares<br>5) Sahara Investments Private Limited - Upto 18,38,000 shares | Yes; Shares acquired from:<br>1) Heera Holdings and Leasing Private Limited - 17,52,000 shares<br>2) Nidhivan Investments and Trading Company Private Limited - 18,80,000 shares<br>3) Sahara Investments Private Limited - 18,38,000 shares |                           |  |
|    | d.                          | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC          | Upto 61,00,000 shares constituting 2.95% of the total paid up share capital of the TC   | Yes;<br>54,70,000 shares constituting 2.65% of the total paid up share capital of the TC   |                           |  |
|    | e.                          | Price at which shares are proposed to be acquired / actually acquired                                   | Not exceeding the price arrived as per proviso (i) to Regulation 10(1)(a) of the SEBI SAST Regulations i.e not more than 25% higher than Rs. 70.41 per share  | Rs. 78.40 per share  |                           |  |
| 8. | <b>Shareholding details</b> |   | <b>Pre-Transaction</b>  |  | <b>Post-Transaction</b>   |  |
|    |                             |   | <b>No. of shares held</b>   | <b>% w.r.t total share capital of TC</b>   | <b>No. of Shares held</b> | <b>% w.r.t total share capital of TC</b> |
|    | a                           | Each Acquirers / Transferee (*)<br>Baymanco Investments Limited   | 4,73,12,000   | 22.91%   | 5,27,82,000               | 25.56%                                   |
|    | b                           | Each Seller / Transferor  |   |  |                           |  |
|    |                             | 1. Heera Holdings and Leasing Private Limited   | 17,60,653   | 0.85%  | 8,653                     | 0.00%                                    |
|    |                             | 2. Nidhivan Investments and Trading Company Private Limited   | 18,90,578   | 0.92%  | 10,578                    | 0.01%                                    |
|    |                             | 3. Sahara Investments Private Limited   | 18,43,727   | 0.89%  | 5,727                     | 0.00%                                    |

**Note:**

1. (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
2. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**For Baymanco Investments Limited**



**Jaideep Pandit**  
**Director**

Date: 21st January, 2021

Place: Singapore