

**Date:** September 22, 2022

To,

**Butterfly Gandhimathi**  
**Appliances Limited**  
143, Pudupakkam Village,  
Kelambakkam  
Kancheepuram - 603103  
Tamil Nadu,  
India

The General Manager  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
India

Scrip: 517421

Manager – Listing Department  
**National Stock Exchange of  
India Limited**  
Exchange Plaza, Plot No. C/1, G  
Block Bandra Kurla Complex,  
Bandra (East), Mumbai – 400  
051  
India  
Scrip: BUTTERFLY

Dear Sir/ Madam,

**Sub: Filing of report under Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”)**

This is with reference to the Notice dated September 19, 2022, filed by us with the Stock Exchanges (“**Notice**”) pursuant to which Crompton Greaves Consumer Electricals Limited (the “**Seller**”), one of the promoters of Butterfly Gandhimathi Appliances Limited (the “**Company**”) was to sell up to 10,72,775 equity shares of face value of Rs. 10 each (representing six percent of the total paid-up equity share capital of the Company) (“**Base Offer Size**”), on Tuesday, September 20, 2022 (“**T day**”) (for non-Retail Investors only) and on Wednesday, September 21, 2022, (“**T+1 day**”) (for Retail Investors and non-Retail Investors who choose to carry forward their un-allotted bids) (hereinafter be referred to as “**Offer**”).

In this regard, we wish to inform you that, we have sold 9,65,497 Equity Shares to non-retail investors on the basis of the valid bids received from non-retail investors on T day i.e., September 20, 2022 and sold 1,07,278 Equity Shares to retail investors on T+1 day i.e., September 21, 2022, aggregating to 6.00 % of the total equity share capital of the Company.

In compliance with Regulation 29(2) of the SEBI Takeover Regulations, we are hereby notifying the aforesaid information regarding sale of Equity Shares by us on date(s) of sale of shares by OFS mechanism. As required under Regulation 29(3) of SEBI Takeover Regulations, we are informing you about the said Offer within two working days thereof.

Enclosed is the report in the format as prescribed by SEBI.

The above is for your information and records.

Yours sincerely,

**For and on behalf of Crompton Greaves Consumer Electrical Limited**

*V.P. Sarvaiya*

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**Authorized Signatory**

**Name: Viral Sarvaiya**

**Designation: Associate Manager - Secretarial**

Enclosure: Report notifying the information regarding sale of Equity Shares in the format as prescribed by SEBI.

## DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Butterfly Gandhimathi Appliances Limited		
2. Name(s) of the <del>acquirer</del> Seller and <del>Persons Acting in Concert (PAC) with the acquirer</del>	Crompton Greaves Consumer Electricals Limited (the "Seller")		
3. Whether the <del>acquirer</del> Seller belongs to Promoter/Promoter group	Yes, the Seller is one of the Promoters.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")		
5. Details of the <del>acquisition</del> /disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the <del>acquisition</del> / disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	1,44,82,438	81%	81%
b) Shares in the nature of encumbrance (Pledge / Lien / non-disposal undertaking / others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the <del>acquirer</del> seller to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	<b>1,44,82,438</b>	<b>81%</b>	<b>81%</b>
<b>Details of <del>acquisition</del> / sale of shares under consideration</b>			
a) Shares carrying voting rights	10,72,775	6.00	6.00
b) VRs <del>acquired</del> / sold otherwise than by equity shares	Nil	Nil	Nil
c) Warrants / convertible securities / any other instrument that entitles the <del>acquirer</del> seller to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired</del> / sold	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the <del>acquirer</del> seller	Nil	Nil	Nil
<b>Total (a+b+c+/-d)</b>	<b>10,72,775</b>	<b>6.00</b>	<b>6.00</b>

<b>After the acquisition/ sale, holding of the Seller:</b>			
a) Shares carrying voting rights	134,09,663	75.00%	75.00%
b) Shares encumbered with the acquirer seller	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition disposal	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	134,09,663	75.00%	75.00%
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for sale of shares by promoters through the stock exchange mechanism, as amended and updated by circular number CIR/MRD/DP/04/2013 dated January 25, 2013, circular number CIR/MRD/DP/17/2013 dated May 30, 2013, circular number CIR/MRD/DP/24/2014 dated August 8, 2014, circular number CIR/MRD/DP/32/2014 dated December 1, 2014, circular number CIR/MRD/DP/12/2015 dated June 26, 2015, circular number CIR/MRD/DP/36/2016 dated February 15, 2016, circular number CIR/MRD/DP/65/2017 dated June 27, 2017 and circular number SEBI/HO/MRD/DOPI/CIR/P/2018/159 dated December 28, 2018 (the ' <b>SEBI OFS Circular</b> ') read with Section 21 of Chapter 1 of the ' <i>Master Circular for Stock Exchange and Clearing Corporation</i> ' – circular no. SEBI/HO/MRD2/MRD2_DCAP/P/CIR/2021/0000000591 dated July 5, 2021, (together with the OFS Circular, the " <b>SEBI Circulars</b> "), and the mechanism set out in the applicable circulars in this regard issued by the Stock Exchanges (the "Stock Exchange Circulars" and collectively with the OFS Circulars and the Master Circular, the "OFS Guidelines").		
7. Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 20, 2022 and September 21, 2022		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	Number of Equity Shares: 1,78,79,551 Amount (in ₹): 10/-		
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Number of Equity Shares: 1,78,79,551 Amount (in ₹): 10/-		
10. Total diluted share/voting capital of the TC after the said acquisition sale <sup>#</sup>	Number of Equity Shares: 1,78,79,551 Amount (in ₹): 10/-		

The Offer for Sale was announced on September 19, 2022 for sale of up to 10,72,775 equity shares of face value of ₹10 each representing six per cent of the total paid up equity share capital of the Company. This is a disclosure of the equity shares allotted on the basis of the valid bids received from non-retail investors and retail investors on T day and T+1 day (i.e., September 20, 2022 and September 21, 2022).

*(#) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into Equity Shares of the TC.*

Yours sincerely,

**For and on behalf of Crompton Greaves Consumer Electrical Limited**

*V.P. Sarvaiya*

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**Authorized Signatory**

**Name: Viral Sarvaiya**

**Designation: Associate Manager - Secretarial**