

FM/CS/2019/389

March 28, 2019

Mr. Md. Iquebal Ahmad  
Company Secretary & Compliance Officer  
**Sheela Foam Limited**  
37/2, Site - IV, Sahibabad Industrial Area,  
Ghaziabad - 201 010  
Uttar Pradesh

Dear Sir,

**Sub: Reporting under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

We wish to inform you that there has been a change in the shareholding of SBI Mutual Fund under its various schemes, in your Company increasing by more than 2% from the previous disclosure made by us under Regulation 29(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, vide letter no. FM/CS/2016/1090 dated December 20, 2016, wherein the reported holding was 5.0663% of the paid-up share capital of your Company.

SBI Mutual Fund, under its various schemes has acquired 1,769,819 shares of your Company, representing 3.6280% of the paid-up share capital of your Company on March 27, 2019.

The final holding of SBI Mutual Fund, under its various schemes, as at the close of business hours on March 27, 2019 was 4726,138 shares which is 9.6881% of the paid-up share capital of your Company.

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed, the required disclosure, as prescribed in the said regulations.

Thanking you,

Yours faithfully,

**For SBI Funds Management Private Limited**

  
**Vinaya Datar**  
Head - Compliance & Company Secretary

Encl: As Above

c.c. 1. National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai - 400 051

2. General Manager  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Trustee: **SBI Mutual Fund Trustee Company Private Limited** (CIN-U65991MH2003PTC138496)


**Regd. Office** : 9th Floor, Crescenzo, C-38 & 39, 'G' Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.  
Tel. : +91 22 61793000 | Fax : 67425687-91 | Email : partnerforlife@sbimf.com | Website : www.sbimf.com

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1. Name of the Target Company (TC)	SHEELA FOAM LTD		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	SBI Mutual Fund under its various schemes		
3. Whether the acquirer belongs to Promoter/Promoter group	N.A.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd / National Stock Exchange of India Ltd		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC(**)
<b>Before the acquisition/disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	2,956,319	6.0602%	N.A.
b) Share in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	N.A.	N.A.	N.A.
<b>Total (a+b+c+d)</b>	<b>2,956,319</b>	<b>6.0602%</b>	<b>N.A.</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1,769,819	3.6280%	N.A.
b) VRs acquired /sold otherwise than by shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	N.A.	N.A.	N.A.
d) Shares encumbered/ invoked/ released by the acquirer	N.A.	N.A.	N.A.
<b>Total (a+b+c+d)</b>	<b>1,769,819</b>	<b>3.6280%</b>	<b>N.A.</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	4,726,138	9.6881%	N.A.
b) Shares encumbered with the acquirer	N.A.	N.A.	N.A.
c) VRs otherwise than by shares	N.A.	N.A.	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	N.A.	N.A.	N.A.
<b>Total (a+b+c+d)</b>	<b>4,726,138</b>	<b>9.6881%</b>	<b>N.A.</b>
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Market Purchase		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Acquired 1,769,819 shares on 27-Mar-2019		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 243,914,040/- divided into 487,82,808 shares of Rs. 5/- each.		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 243,914,040/- divided into 487,82,808 shares of Rs. 5/- each.		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	N.A.		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) 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.

  
 Neeraj Kumar  
 Dealer  
 Signature of the acquirer/ seller/ Authorised Signatory

  
 Aparna Nigude  
 Executive Director & Chief Risk Officer

Place: Mumbai  
 Date: 28-Mar-2019

Photo