

February 4, 2022

To,

The Department of Corporate Services, BSE Limited 14 th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Compliance Department, National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051.	Mr. Hiren P Vala Company Secretary & Compliance Officer Setco Automotive Limited Vadodara - Godhara Highway, Dist Panchmahal, Kalol, Gujarat 389330
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Setco Automotive Limited (the 'Company')		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ('Vistra') (In our capacity as Debenture Trustee) The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
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 (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	-----	-----	-----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	7,70,77,488	57.62%	-----
c) Voting rights (VR) otherwise than by shares	-----	-----	-----
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)	-----	-----	-----
Total (a+b+c+d)	7,70,77,488	57.62%	-----
Details of acquisition/ Sale			
a) Shares carrying voting rights acquired / sold	-----	-----	-----
b) VRs acquired/sold otherwise than by shares	-----	-----	-----
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	-----	-----	-----
d) Shares encumbered/ invoked /released by the acquirer	21,80,000 (42,64,000)	1.63% (3.19%)	-----
Total (a+b+c+d)	(20,84,000)	(1.56%)	-----

Registered office:

The IL&FS Financial Centre,
Plot C- 22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (East),
Mumbai 400051

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www.vistraitcl.com

Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U66020MH1995PLC095507

After the acquisition/ sale holding of:			
a) Shares carrying voting rights	-----	-----	-----
b) Shares encumbered with the acquirer	7,49,93,488	56.06%	-----
c) VRs otherwise than by shares	-----	-----	-----
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	-----	-----	-----
Total (a+b+c+d)	7,49,93,488	56.06%	-----
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge and release of equity shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Pledge date: December 31, 2021 Release date: February 03, 2022.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	13,37,67,275 Equity Shares (As per shareholding pattern available on BSE website for the quarter ended December 2021)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	13,37,67,275 Equity Shares (As per shareholding pattern available on BSE website for the quarter ended December 2021)		
Total diluted share/voting capital of the TC after the said acquisition	-----		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.


(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the Target Company.

Notes:

- 21,80,000 equity shares of the Company have been pledged with Vistra on the abovementioned date, in capacity of Debenture Trustee in order to secure the NCDs issued by Setco Auto Systems Private Limited and the Company.
- 42,64,000 equity shares of the Company have been released by Vistra on the abovementioned date, in capacity of Debenture Trustee in order to secure the NCDs issued by Setco Auto Systems Private Limited and the Company.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

For **Vistra ITCL (India) Limited**



Authorised Signatory
Place: Mumbai

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