

March 22, 2022

To,

The Department of Corporate Services, <b>BSE Limited</b> 14 <sup>th</sup> Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Mr. Dilip Darji Company Secretary & Compliance Officer, <b>DCW Limited</b> Dhrangadhra , Gujarat, 363315
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**DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part-A- Details of the Acquisition**

1. Name of the Target Company (TC)	DCW Limited (“Target 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 400051		
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 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 acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	----	----	----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	----	----	----
c) Voting rights (VR) otherwise than by equity 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)	----	----	----
<b>Total (a+b+c+d)</b>	----	----	----
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	----	----	----
b) VRs acquired/sold otherwise than by equity 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	----	----	----
d) Shares in the nature of encumbrance (pledge/lien/ non disposal undertaking/ others)	7,86,00,000	30.11%	25.34%
<b>Total (a+b+c+d)</b>	<b>7,86,00,000</b>	<b>30.11%</b>	<b>25.34%</b>
<b>After the acquisition, holding of acquirer along with PACs of:</b>			

Page 1 of 3

Registered office:

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

Tel +91 22 2659 3535

Fax: +912226533297

Email: mumbai@vistra.com

[www.vistraitcl.com](http://www.vistraitcl.com)

Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U66020MH1995PLC095507

a) Shares carrying voting rights	----	----	----
b) VRs otherwise than by equity 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) after acquisition	----	----	----
d) Shares in the nature of encumbrance (pledge/ <del>lien/ non disposal undertaking/ others</del> )	7,86,00,000	30.11%	25.34%
<b>Total (a+b+c+d)</b>	<b>7,86,00,000</b>	<b>30.11%</b>	<b>25.34%</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Pledge of equity shares		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-----		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	March 16, 2022 and March 17, 2022		
Equity share capital / total voting capital of the TC before the said acquisition	26,10,30,371 Equity Shares of Face value of Rs. 2/- each, Capital Rs. 52,20,60,742/- (As per the 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	26,10,30,371 Equity Shares of Face value of Rs. 2/- each, Capital Rs. 52,20,60,742/- (As per the Shareholding pattern available on BSE website for the quarter ended December 2021)		
Total diluted share/voting capital of the TC after the said acquisition	31,01,55,018 Equity Shares of Face value of Rs. 2/- each, Capital Rs. 62,03,10,036/-		

**Note:**

(\*) 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.

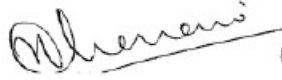
(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

7,86,00,000 equity shares of Target Company have been pledged with Vistra ITCL (India) Limited on abovementioned dates in capacity as a Debenture Trustee for NCDs and OCDs issued by DCW Limited.

*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**