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THE WADIA GROUP™

# NOWROSJEE WADIA & SONS LIMITED

Registered Address :

Neville House, J. N. Heredia  
Marg, Ballard Estate,  
Mumbai - 400 001

Admin Office :

C-1, Wadia International Centre  
(W.I.C.), Pandurang Budhkar  
Marg, Worli, Mumbai - 400 025

Telephone No.: +91 22 6743 8084

Fax No.: +91 22 6749 5200

CIN :- U51900MH1944PLC004225

Date: 16<sup>th</sup> August, 2019  
The Secretary,  
BSE Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

National Stock Exchange of India Ltd,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, 'G' Block, Bandra-Kurla Complex,  
Bandra (E).  
Mumbai – 400 051

Dear Sir(s),

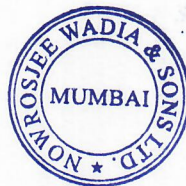
**SUB: DISCLOSURE UNDER REG. 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.**

In terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing herewith disclosure under said regulation, containing details of acquisition of shares by the Company of the Target Company The Bombay Burmah Trading Corp. Ltd due to Scheme of Arrangement involving amalgamation of Wadia Investments Limited ("WIL") with Nowrosjee Wadia & Sons Limited ("NWSL") as per the statement of holding received by us on 14<sup>th</sup> August, 2019 from the Depository Participant.

Please take the same on record.

Yours Faithfully,

For Nowrosjee Wadia & Sons Ltd.

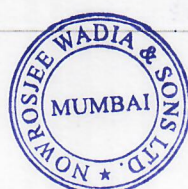


Name: K. D. Nalladaru  
Designation: Company Secretary & Finance Controller  
Date: 16th August, 2019  
Place: Mumbai  
Encl: As above.

Cc: The Bombay Burmah Trading Corp. Ltd

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

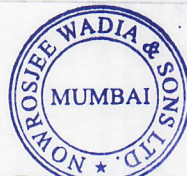
Name of the Target Company (TC)	The Bombay Burmah Trading Corp. Ltd.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Nowrosjee Wadia &amp; Sons Ltd. ('NWS')</b> Wadia Investments Ltd. (since merged with NWS pursuant to Scheme of Arrangement)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
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 under consideration, holding of :</b>			
a) Shares carrying voting rights Nowrosjee Wadia & Sons Ltd	2,33,53,225*	33.47%*	33.47%*
Wadia Investments Limited	24,72,500	3.54%	3.54%
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 T C (specify holding in each category)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>2,58,25,725</b>	<b>37.01%</b>	<b>37.01%</b>
* Included 20,00,298 equity shares representing 2.87% of share capital of the Corporation held by Sunflower Investments & Textiles Limited in respect of which continues disclosure given on dated 28th March, 2019, whereby 20,00,298 equity shares representing 2.87% of share capital of the Corporation are yet to transfer.			
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold Nowrosjee Wadia & Sons Ltd	24,72,500	3.54%	3.54%
Wadia Investments Limited	(24,72,500)	(3.54%)	(3.54%)
b) VRs acquired 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	-	-	-
<b>e) Total (a+b+c+/-d)</b>	<b>0</b>	<b>0</b>	<b>0</b>



<b>After the acquisition, holding of :</b>			
a) Shares carrying voting rights			
Nowrosjee Wadia & Sons Ltd	2,58,25,725	37.01%	37.01%
Wadia Investments Limited	-	-	-
b) Shares encumbered with the acquirer	-	-	-
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	-	-	-
e) Total (a+b+c+d)	<b>2,58,25,725</b>	<b>37.01%</b>	<b>37.01%</b>
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer /encumbrance, etc).	The shares were transferred pursuant to the Scheme of Arrangement involving amalgamation of Wadia Investments Limited ("WIL") with Nowrosjee Wadia & Sons Limited ("NWSL"), approved by NCLT vide its order dated 9th August, 2018, whereby the demat account held in the name of Wadia Investments Limited was transferred to acquirer post- merger and the shares were credited to the demat account of NWS on 14 <sup>th</sup> August, 2019 and confirmation received from Depository Participant on 14th August, 2019.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14 <sup>th</sup> August, 2019		
Equity share capital / total voting capital of the TC before the said acquisition/sale	6,97,71,900 Equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	6,97,71,900 Equity shares		
Total diluted share/voting capital of the TC after the said acquisition/sale.	6,97,71,900 Equity shares		

For Nowrosjee Wadia & Sons Ltd.

*K. D. Nalladaru*



**Name: K. D. Nalladaru**

**Designation: Company Secretary & Finance Controller**

**Date: 16th August, 2019**

**Place: Mumbai**

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Reg. 31 of Listing Regulations.

(\*\*) 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.