

Ref.: BIL/SE/2024-25/24

BHARTIYA
FASHION

Date: 18th June, 2024

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| The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. - C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051 Fax - 022-26598237/38 NSE Symbol: BIL/EQ | The General Manager, Listing Department, BSE Limited, Floor -25, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax - 022-22722037/39/41/61 Scrip Code: 526666 |
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**BHARTIYA INTERNATIONAL
LIMITED**
38, Sector 44
Gurgaon 122 002
New Delhi Capital Region
India
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F +91 124 488 8500
E bhartiya@bhartiya.com

CIN L74899TN1987PLC111744

www.bhartiya.com

SUB: DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.

Dear Sir/Madam,

Company is in receipt of disclosures under regulations 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 from Urbanac Projects Private Limited ("acquirer") in respect of 1201000 fully convertible warrants allotted to acquirer. Please find enclosed copy of the same.

This is for your information and records.

Thanking you,

**Yours sincerely,
For Bhartiya International Limited**

**Yogesh Kumar Gautam
(Company Secretary cum Compliance Officer)**

Encl.: a/a



URBANAC PROJECTS PRIVATE LIMITED

Registered Office Address: E 52, New Manglapuri,
Mandi Road, Mehrauli, New Delhi 110 030, India

E uppl@urbanacprojects.com

CIN U74140DL2008PTC175598

Date: June 18, 2024

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| <p>The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. – C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400051 Fax – 022-26598237/38</p> <p>NSE Symbol: BIL/EQ</p> | <p>The General Manager, Listing Department, BSE Limited, Floor -25, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax – 022-22722037/39/41/61</p> <p>Scrp Code: 526666</p> |
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SUBJECT: DISCLOSURE PURSUANT TO REGULATION 29(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 [“TAKEOVER REGULATIONS”]

Dear Sir/Madam,

Pursuant to the provision of Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I Vinod Kumar Sandal, Director of Urbanac Projects Private Limited (“**Company**”) would like to inform your good office that the Company has acquired 12,01,000 Fully Convertible Warrants (“**Warrants**”) of Bhartiya International Limited (“**Target Company**”) that will be convertible into an equivalent number of Equity Shares of Rs.10/- each, at an issue price of Rs. 430/- each, on June 14, 2024, pursuant to the preferential issue by the Target company.

In this regard, please find enclosed the disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take the same on record.

Thanking You,
Yours Sincerely,
For and on behalf of Urbanac Projects Private Limited

Vinod Kumar Sandal
Director
DIN: 09792105



CC:
The Board of Directors
Bhartiya International Limited
56/7, Nallambakkam Village (Via Vandalur),
Chennai, Tamil Nadu- 600048, India

Encl.: a/a

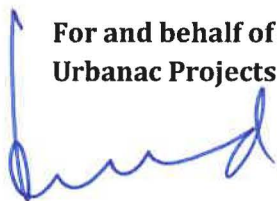
Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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| Name of the Target Company (TC) | Bhartiya International Limited | | |
| Names of the Acquirer and Person Acting in Concert (PAC) with the Acquirer | Acquirer: Urbanac Projects Private Limited | | |
| Whether the acquirers belong to the Promoter/ Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") | | |
| Details of the acquisition are as follows | Number of Shares | % 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 | - | - | - |
| 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 target Company acquired/sold | - | - | - |
| Total (a+b+c+d) | - | - | - |
| Details of acquisition: | | | |
| a) Shares/ carrying voting rights acquired/ sold | - | - | - |
| b) Shares in the nature of encumbrance | - | - | - |
| 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 acquired/sold | 12,01,000 | - | 8.96 |
| Total (a+b+c+d) | 12,01,000 | - | 8.96 |
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | - | - | - |
| b) Shares in the nature of encumbrance | - | - | - |
| c) Voting rights (VR) otherwise than by shares | - | - | - |
| d) Warrants /convertible securities/any other instrument that entitles the acquirer to | 12,01,000 | - | 8.96 |

The image shows a handwritten signature in blue ink over a circular blue stamp. The stamp contains the text "URBANAC PROJECTS PRIVATE LIMITED" around the perimeter and a star in the center.

| | | | |
|--|---|----------|-------------|
| receive shares carrying voting rights in the TC acquired/sold | | | |
| Total (a+b+c+d) | 12,01,000 | - | 8.96 |
| Mode of acquisition/sale | Allotment of Fully Convertible Warrants on Preferential Basis. | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | Fully Convertible Warrants convertible into equal number of equity shares of target company at the option of warrant holder. Equity Shares to be allotted upon conversion of warrants shall rank <i>pari-passu</i> with existing equity shares of the Company subject to lock-in as per the provisions of SEBI (Issue of Capital and Disclosure Requirements), Regulation, 2018 | | |
| Date of receipt of intimation of allotment of shares | June 14, 2024 | | |
| Equity share capital / total voting capital of the TC before the said acquisition | Rs. 12,20,94,110/- divided into 1,22,09,411 Equity Shares of Rs. 10/- each. | | |
| Equity share capital/ total voting capital of the TC after the said acquisition | Rs. 12,20,94,110/- divided into 1,22,09,411 Equity Shares of Rs. 10/- each. | | |
| Total diluted share/voting capital of the TC after the said acquisition | Rs. 13,41,04,110/- divided into 1,34,10,411 Equity Shares of Rs. 10/- each | | |

For and behalf of Acquirer
Urbanac Projects Private Limited



Vinod Kumar Sandal
Director
DIN: 09792105



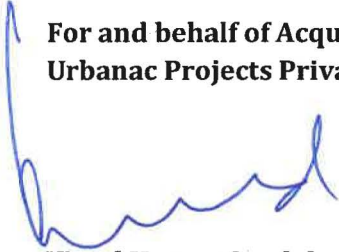
Place: New Delhi
Date: June 18, 2024

Part-B

Name of the Target Company: Bhartiya International Limited

| Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer | Whether the Acquirer belongs to Promoter/ Promoter group | PAN of the Acquirer and/ or PACs |
|--|---|---|
| Urbanac Projects Private Limited | Yes | AAGCA8925M |

**For and behalf of Acquirer
Urbanac Projects Private Limited**



**Vinod Kumar Sandal
Director
DIN: 09792105**



Place: New Delhi

Date: June 18, 2024