

8th February, 2022

To:

(1)

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400001

Maharashtra

(2)

National Stock Exchange of India Limited

Exchange Plaza, Block G

C1, Bandra Kurla Complex

Bandra (East), Mumbai – 400051

Maharashtra

(3)

Prism Johnson Limited

305, Laxmi Niwas Apartments

Ameerpet

Hyderabad – 500016

Telangana

Dear Sir

Sub: Disclosure in compliance with Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

In accordance with the requirements of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we enclose our disclosure in prescribed format, in respect of Prism Johnson Limited (target company).

We request you to please take the disclosure on record.

For **Hathway Investments Private Limited**



Vinayak Aggarwal

Managing Director

DIN: 00007280



Encl.: As above

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

Name of the Target Company (TC)	Prism Johnson Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	(i) Hathway Investments Private Limited (Acquirer) (ii) Mr. Rajan Raheja (iii) Mrs. Suman Raheja (iv) Mr. Akshay Raheja (v) Mr. Viren Raheja (vi) Manali Investment & Finance Private Limited (amalgamated into to the Acquirer) (vii) Coronet Investments Private Limited (amalgamated into to the Acquirer) (viii) Peninsula Estates Private Limited (ix) Matsyagandha Investments & Finance Private Limited (x) Bloomingdale Investment & Finance Private Limited (xi) Varahagiri Investments & Finance Private Limited (xii) R Raheja Properties Private Limited <i>Deemed PACs by virtue of such person being listed as a promoter:</i> (xiii) Mr. Satish Raheja.		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited; and BSE 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 (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	6,41,13,400 equity shares	12.737%	12.737%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	6,41,13,400 equity shares	12.737%	12.737%



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Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	In respect of a) (i) 6,78,17,992 equity shares held by Manali Investment & Finance Private Limited have been acquired	In respect of a) (i) 13.473%	In respect of a) (i) 13.473%
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	(ii) 5,79,49,394 equity shares held by Coronet Investments Private Limited have been acquired	(ii) 11.513%	(ii) 11.513%
e) Total (a+b+c+/-d)	Total: 12,57,67,386 equity shares	Total: 24.986%	Total: 24.986%
	N.A. – in respect of b), c) and d)	N.A. – in respect of b), c) and d)	N.A. – in respect of b), c) and d)
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	18,98,80,786 equity shares	37.723%	37.723%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a+b+c+d)	18,98,80,786 equity shares	37.723%	37.723%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	As a result of scheme of amalgamation and arrangement, among others, Coronet Investments Private Limited and Manali Investment & Finance Private Limited got amalgamated into Hathway Investments Private Limited (Acquirer) pursuant to an order of the hon'ble NCLT, Mumbai.		
	Further, it may be noted that the acquirer (i.e. Hathway Investments Private Limited) and Manali Investment & Finance Private Limited and Coronet Investments Private Limited are entities within the same group. In addition, acquirer (i.e. Hathway Investments Private Limited) and Manali Investment & Finance Private Limited and Coronet Investments Private Limited have been disclosed as promoters of Prism Johnson Limited during the relevant period prior to the sanction of the scheme of amalgamation by the hon'ble NCLT, Mumbai.@@		
	It being clarified that there is no change in the aggregate shareholding of acquirer and PAC as a result of the aforesaid amalgamation.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	7th February, 2022 being the effective date of merger/amalgamation.		



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Equity share capital / total voting capital of the TC before the said acquisition / sale	50,33,56,580 equity shares
Equity share capital/ total voting capital of the TC after the said acquisition / sale	50,33,56,580 equity shares
Total diluted share/voting capital of the TC after the said acquisition	50,33,56,580 equity shares

(*) 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.

For Hathway Investments Private Limited

V Aggarwal

Vinayak Aggarwal
Managing Director
DIN: 00007280



Signature of the acquirer* /seller / ~~Authorised Signatory~~

Place: Mumbai
Date: 8th February, 2022

@@ As a result of scheme of amalgamation and arrangement, Coronet Investments Private Limited and Manali Investment & Finance Private Limited got amalgamated into Hathway Investments Private Limited (Acquirer) pursuant to an order of the hon'ble NCLT, Mumbai and as a result of the said amalgamation, Coronet Investments Private Limited and Manali Investment & Finance Private Limited have ceased to exist and have got amalgamated into the Acquirer. As such, this filing under Reg 29(2) should be deemed to have been made by the Acquirer on behalf of itself and also on behalf of Coronet Investments Private Limited and Manali Investment & Finance Private Limited.