

# WELSPUN GROUP MASTER TRUST

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WGMT/SEC/2019-20

22.07.2019

<b>Bombay Stock Exchange Ltd.</b> (Scrip Code-532553) Department of Listing, P. J. Towers, Dalal Street, Mumbai - 400 001.	<b>National Stock Exchange of India Ltd.</b> (Symbol: WELENT) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.	<b>Welspun Enterprises Limited</b> Welspun City, Village Versamedi, Taluka Anjar, District Kutch Gujarat-370 110
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Dear Sir/Madam,

**Sub.: Disclosure under Regulation 10(6), 29(1), 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**


This is to inform you that pursuant to the Scheme of Amalgamation of Anjar Road Private Limited ("ARPL/Transferor Company") with Welspun Enterprises Limited ("WEL/Transferee Company") made effective on July 20, 2019 Welspun Group Master Trust ("WGMT") has acquired 5,84,15,951 (39.45%) equity shares of WEL.

Please find attached herewith, disclosure in terms of Regulation 10(6), 29(1) & 29(2) of SEBI (SAST) Regulations, 2011, in the prescribed format.

You are requested to take the same on your record and oblige

Thanking You.

Yours Faithfully,  
For WELSPUN GROUP MASTER TRUST

  
Devendra Patil  
Authorised Signatory



Encl: as above

**Format for Disclosures under Regulation 10(6) Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Welspun Enterprises Limited (“WEL”)	
2.	Name of the acquirer(s)	<ul style="list-style-type: none"> <li>Balkrishan Goneka, Trustee of Welspun Group Master Trust</li> </ul>	
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited and BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Pursuant to the Scheme of Amalgamation of Anjar Road Private Limited (“ARPL”) with Welspun Enterprises Limited (“WEL”) and their respective shareholders and creditors, as approved by the Hon’ble National Company Law Tribunal, Ahmedabad Bench, vide its order pronounced on 21 <sup>st</sup> June, 2019 (which became effective on July 20, 2019), 5,84,15,951 Equity Shares of Rs. 10/- each fully paid up will be allotted by TC to the shareholders of Anjar Road Private Limited	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, <ul style="list-style-type: none"> <li>- whether disclosure was made and whether it was made within the timeline specified under the regulations.</li> <li>- date of filing with the stock exchange.</li> </ul>	No, disclosure was not required to be made	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor/seller:	Not Applicable	Not Applicable
	b. Date of acquisition	Not Applicable	
	c. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable	

	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable			
	e.	Price at which shares are proposed to be acquired /actually acquired	Not applicable			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held of TC	% w.r.t total share capital of TC	No. of shares held of TC	% w.r.t total share capital of TC
	a	Each Acquirer/ Transferee	64,98,112	4.39	6,49,14,063	43.84
	b	Each Seller/ Transferor	5,84,15,951	39.45	Nil	Nil

**Note:**


This filing is being made in respect of an acquisition of voting rights pursuant to a NCLT approved scheme of amalgamation under the provisions of Companies Act, 2013, directly involving the Target Company. The Scheme has been duly approved by the National Company Law Tribunal, Ahmedabad Bench and has been made effective on July 20, 2019.

Pursuant to such scheme,

- (a) ARPL has amalgamated with WEL;
- (b) The shares held by ARPL in WEL stand cancelled;
- (c) The Acquirer, being the shareholder of ARPL, will be allotted equity shares in WEL.

Such acquisition by the Acquirer pursuant to the merger is exempt under Regulation 10(1)(d)(ii).

For Welspun Group Master Trust

  
**Devendra Patil**  
 Authorised Signatory



Date: July 22, 2019

Place: Mumbai