

LEBNITZE REAL ESTATES PRIVATE LIMITED

REGISTERED OFFICE :
31, NETAJI SUBHAS ROAD
KOLKATA - 700 001
E-mail : rpsg.secretarial@rp-sg.in

PHONE : (033) 6625-1000/1500
: (033) 2230-9281/8515
FAX : (033) 2230-8844
: (033) 2248-0140
CIN : U70100WB2012PTC174446

23rd August, 2021

BSE Limited
Corporate Relationship Department,
25th Floor, P. J. Towers, Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 500069

The Calcutta Stock Exchange Limited
Listing Department,
7 Lyons Range,
Murgighata, Dalhousie,
Kolkata – 700 001
Scrip Code: 10012048

The Company Secretary
BNK Capital Markets Limited
Mayfair Towers,
2, Palm Avenue,
Kolkata – 700 019

Dear Sir(s)/Madam(s),

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

This is to inform you that pursuant to the completion of the open offer made by Lebnitze Real Estates Private Limited ("Lebnitze") to the public shareholders of the BNK Capital Markets Limited ("Company") in compliance with Regulations 3(1), 4 and other applicable regulations of the SEBI (SAST) Regulations, Lebnitze has acquired 22,92,079 equity shares of the Company on 20 August 2021.

In view of the above, please find attached the disclosure under Regulation 29(1) of the SEBI (SAST) Regulations.

Thanking you,

Yours faithfully,
For Lebnitze Real Estates Private Limited


Name: Harish Yashniwal
Designation: Director

Encl: as above

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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	BNK Capital Markets Limited ("Target Company")		
Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Lebnitze Real Estates Private Limited ("Acquirer")		
Whether the acquirer belongs to Promoter/ Promoter group	The Acquirer shall become a promoter of the Target Company pursuant to acquisition of shares under the open offer (as disclosed herein) and the subsequent acquisition of shares pursuant to the share purchase agreement, as detailed in note (1).		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited The Calcutta Stock Exchange Limited		
Details of the acquisition 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 acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil	Nil
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 TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition			
a) Shares carrying voting rights acquired	22,92,079	22.92%	22.92%
b) VRs acquired otherwise than by shares	Nil	Nil	Nil
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer	Nil	Nil	Nil

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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)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	22,92,079	22.92%	22.92%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	22,92,079	22.92%	22.92%
b) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+c+d)	22,92,079	22.92%	22.92%
Mode of acquisition (e.g. open market/ public issue/ rights issue/ preferential allotment / inter-se transfer / encumbrance, etc.)	Acquisition pursuant to the open offer made by the Acquirer to the public shareholders of the Target Company		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
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.	20 August 2021		
Equity share capital /total voting capital of the TC before the said acquisition/ sale	INR 10,00,00,000/- divided into 1,00,00,000 equity shares having face value of INR 10 each		
Equity share capital / total voting capital of the TC after the said acquisition/ sale	INR 10,00,00,000/- divided into 1,00,00,000 equity shares having face value of INR 10 each		
Total diluted share / voting capital of the TC after the said acquisition.	INR 10,00,00,000/- divided into 1,00,00,000 equity shares having face value of INR 10 each		

Notes:

- (1) The Acquirer has made an open offer to the public shareholders of the Target Company in terms of the SEBI (SAST) Regulations, which was triggered pursuant to the share purchase agreement dated 30 March 2021 ("SPA") executed between Lebnitze Real Estates Private Limited ("Acquirer"), the existing members of the promoter group of the Target Company ("Sellers") and the Target Company, for the acquisition of 59,68,857 equity shares of the Target Company representing 59.69% of the equity share capital of the Target Company.

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(*) 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 Lebnitze Real Estates Private Limited


Name : Harish Tushniwal
Designation : Director

Place: Kolkata
Date: 23 August 2021