



March 24, 2022

The General Manager,
Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 540268

**Subject: Disclosure under Regulation 29(2) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir/Madam,

This is to inform you that although the Promoters & PAC of Dhanvarsha Finvest Limited (“Company”) have not made any acquisition/sale of equity shares of the Company yet pursuant to allotment of 1,09,55,555 equity shares by the Company to Wilson Holdings Private Limited, Promoter of the Company, upon conversion of 1,09,55,555 Compulsorily Convertible Debentures (CCDs) on March 22, 2022, the total shareholding of Promoters & PAC changed by more than 2%. Hence, in terms of Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the requisite disclosure.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Wilson Holdings Private Limited

M. S. Shah
Maitri S. Shah
Company Secretary



Encl: a/a

CC to:
Company Secretary & Compliance Officer,
Dhanvarsha Finvest Limited,
2nd Floor, Building No. 4, D. J. House,
Old Nagardas Road, Andheri (East),
Mumbai 400 069

WILSON HOLDINGS PRIVATE LIMITED

(Formerly known as Truvalue Agro Ventures Private Limited)

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CIN: U65100MH2014PTC260223 | E: info@wilsonholdings.in

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

| | | | | |
|---|--|--|---|---|
| 1 | Name of the Target Company (TC) | Dhanvarsha Finvest Limited | | |
| 2 | Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer | Promotes & PAC, who have shareholding in the TC: Wilson Holdings Private Limited Mrs. Minaxi Mehta | | |
| 3 | Whether the acquirer/seller belongs to Promoter/Promoter Group | Yes | | |
| 4 | Name(s) of the Stock Exchange(s) where the shares of TC are listed | BSE Limited | | |
| 5 | 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 (**) |
| | A) Before the acquisition under consideration, holding of acquirer along with PAC of: | | | |
| | (a) Shares carrying voting rights Wilson Holdings Private Limited | 4,69,14,130 equity shares | 60.24% of the total paid up equity share capital of the TC | 40.38% of the total diluted share/voting capital of the TC |
| | (b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | - | - | - |
| | (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 (specify holding in each category) <u>Compulsorily Convertible Debentures (CCDs):</u> Wilson Holdings Private Limited | 2,02,15,630 CCDs | - | 17.40% of the total diluted share/voting capital of the TC |
| | <u>Convertible Warrants:</u> Wilson Holdings Private Limited | 22,46,180 warrants | - | 1.93% of the total diluted share/voting capital of the TC |
| | Mrs. Minaxi Mehta | 22,46,180 warrants | - | 1.93% of the total diluted share/voting capital of the TC |
| | Total (a+b+c+d) | 4,69,14,130 equity shares and 2,02,15,630 CCDs and 44,92,360 convertible warrants | 60.24% of the total paid up equity share capital of the TC | 40.38% of the total diluted share/voting capital of the TC The CCDs shall upon conversion represent 17.40% of the total diluted share/voting capital of the TC Warrants shall upon conversion represent 3.86% of the total diluted |

| | | | | share/voting capital of the TC |
|--|--|--|---|---|
| B) Details of acquisition/sale | | | | |
| (a) Shares carrying voting rights acquired /sold | 1,09,55,555 equity shares | | 4.90% increase in stake on the total post issue paid up equity share capital of the TC | - |
| (b) VRs acquired/sold otherwise than by shares | - | | - | - |
| (c) Warrant/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 | - | | - | - |
| Total (a+b+c+d) | 1,09,55,555 equity shares | | 4.90% increase in stake on the total post issue paid up equity share capital of the TC | - |
| C) After acquisition/sale, (Pursuant to conversion of CCDs), holdings of: | | | | |
| (a) Share carrying voting rights | 5,78,69,685 equity shares | | 65.14% of the total post issue paid up equity share capital of the TC | 49.81% of the total diluted share/voting capital of the TC |
| (b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | - | | - | - |
| (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 (specify holding in each category) | | | | |
| <u>Compulsorily Convertible Debentures (CCDs):</u> Wilson Holdings Private Limited | 92,60,075 CCDs | | - | 7.97% of the total diluted share/voting capital of the TC |
| <u>Convertible Warrants:</u> Wilson Holdings Private Limited | 22,46,180 warrants | | - | 1.93% of the total diluted share/voting capital of the TC |
| Mrs. Minaxi Mehta | 22,46,180 warrants | | - | 1.93% of the total diluted share/voting capital of the TC |
| Total (a+b+c+d) | 5,78,69,685 equity shares and 92,60,075 CCDs and 44,92,360 warrants | | 65.14% of the total paid up equity share capital of the TC | 49.81% of the total diluted share/voting capital of the TC The CCDs shall upon conversion represent 7.97% of the total diluted share/voting capital of the TC |

| | | | | |
|----|---|--|--|--|
| | | | | Warrants shall upon conversion represent 3.86% of the total diluted share/voting capital of the TC |
| 6 | Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/inter-se transfer/encumbrance, etc) | Conversion of 1,09,55,555 CCDs out of 2,02,15,630 CCDs (which had been issued on a preferential allotment basis) convertible into 1,09,55,555 equity shares (Ratio 1 CCD= 1 equity share). | | |
| 7 | Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | Not Applicable | | |
| 8 | Date of acquisition of/date of receipt of intimation of allotment of shares/VRs/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC | March 22, 2022 | | |
| 9 | Equity share capital/total voting capital of the TC before the said acquisition/sale | Rs. 15,57,66,768/- divided into 7,78,83,384 equity shares of Rs. 2/- each.# | | |
| 10 | Equity share capital/total voting capital of the TC after the said acquisition/sale | Rs. 17,76,77,878/- divided into 8,88,38,939 equity shares of Rs. 2/- each. | | |
| 11 | Total diluted share/voting capital of the TC after the said acquisition/sale | Rs. 23,23,75,430/- divided into 11,61,87,715 equity shares of Rs. 2/- each. | | |

(*) 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (i.e. as on December 31, 2021).

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities (Compulsorily Convertible Debentures)/ Warrants and ESOPs vested but not exercised.

Dhanvarsha Finvest Limited has credited 1,46,545 equity shares pursuant to the employee stock option scheme 2018 post December 31, 2021.

m.s.shah
Signature of the Acquirer'

Place: Mumbai

Date: March 24, 2022

