



NOWROSJEE WADIA & SONS LIMITED

Registered Address:

Neville House, J. N. Heredia
Marg, Ballard Estate,
Mumbai 400 001

CIN: U51900MH1944PLC004225

Telephone No: +91 22 6743 8084

Admin Office:

C-1, Wadia International Centre
(W.I.C), Pandurang Budhkar
Marg, Worli, Mumbai 400 025.

FAX No: +91 22 6749 5200

E-mail- kaioz.nalladaru@bombaydyeing.com

Date: 25th June, 2020

The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block, Bandra-Kurla Complex,
Bandra (E).
Mumbai – 400 051

Dear Sir(s),

SUB: DISCLOSURE UNDER REG. 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.

In terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing herewith disclosure on behalf of promoters and promoter group under said regulation, containing details of acquisition of shares by the promoters/promoter group from Nowrosjee Wadia & Sons Ltd, one of the promoters/promoter group of the Target Company- The Bombay Dyeing & Manufacturing Company Limited

Please take the same on record.

Yours Faithfully,

On Behalf of Promoter and Promoter Group

**Kaioz D. Nalladaru
Company Secretary & Financial Controller
Nowrosjee Wadia and Sons Limited**

Date: 25th June, 2020

Place: Mumbai

Cc: The Bombay Dyeing & Manufacturing Company Limited

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

Name of the Target Company (TC)	The Bombay Dyeing & Manufacturing Company Limited		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	<ol style="list-style-type: none"> 1. Nowrosjee Wadia and Sons Limited 2. The Bombay Burmah Trading Corp. Ltd. 3. National Peroxide Ltd. 4. Macrofil Investments Ltd. 5. Naperol Investments Ltd. 6. DPI Products & Services Ltd. 7. Wadia Techno-Engineering Services Ltd. 8. Lotus Viniyog Pvt. Ltd. 9. Havenkores Real Estates Pvt. Ltd. 10. Afco Industrial & Chemicals Ltd. 11. Nessville Trading Pvt. Ltd. 12. Go Airlines (India) Ltd. 13. Go Investments & Trading Pvt. Ltd. 14. Nidhivan Investments & Trading Co. Pvt. Ltd. 15. Heera Holdings & Leasing Pvt. Ltd. 16. Sahara Investments Pvt. Ltd. 17. Nusli Neville Wadia, Diana Claire Trust 18. Nusli Neville Wadia, Trustees of Jer Mavis Settlement No.II 19. Nusli Neville Wadia, Nusli Neville Wadia Trust 20. N N Wadia, Administrator of Estate of Late E F Dinshaw 21. Estate of Smt. Bachoobai Woronzow 22. Ben Nevis Investments Ltd. 23. Newpoint Enterprises Ltd. 24. Baymanco Investments Limited 25. Naira Holdings Ltd 26. Mrs. Maureen N. Wadia 27. Mr. Ness N. Wadia 28. Mr. Jehangir N. Wadia 29. Ms. Diana Claire Wadia 30. Mrs. Dina Neville Wadia 		
Whether the acquirer/seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd. National Stock Exchange of India Ltd.		
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/sale under consideration, holding of :			
a) Shares carrying voting rights:			
1. Nowrosjee Wadia and Sons Limited	77,85,043	3.77	3.77
2. The Bombay Burmah Trading Corp. Ltd.	3,15,50,713	15.28	15.28
3. National Peroxide Ltd.	14,89,700	0.72	0.72
4. Macrofil Investments Ltd.	4,46,700	0.22	0.22
5. Naperol Investments Ltd.	4,06,200	0.20	0.20
6. DPI Products& Services Ltd.	2,64,900	0.13	0.13
7. Wadia Techno-Engineering Services Ltd.	1,95,460	0.09	0.09
8. Lotus Viniyog Pvt. Ltd.	1,44,690	0.07	0.07
9. Havenkores Real Estates Pvt. Ltd.	2,68,672	0.13	0.13
10. Afco Industrial & Chemicals Ltd.	59,660	0.03	0.03
11. Nessville Trading Pvt. Ltd.	24,550	0.01	0.01
12. Go Airlines (India) Ltd.	1,000	0.00	0.00
13. Go Investments & Trading Pvt. Ltd.	500	0.00	0.00
14. Nidhivan Investments & Trading Co.Pvt. Ltd.	3,30,108	0.16	0.16
15. Heera Holdings & Leasing Pvt. Ltd.	1,52,103	0.07	0.07
16. Sahara Investments Pvt. Ltd.	5,40,036	0.26	0.26
17. Nusli Neville Wadia, Diana Claire Trust	1,80,530	0.09	0.09
18. Nusli Neville Wadia, Trustees of Jer Mavis Settlement No.II	13,58,750	0.66	0.66
19. Nusli Neville Wadia, Nusli Neville Wadia Trust	1,37,000	0.07	0.07
20. N N Wadia, Administrator of Estate of Late E F Dinshaw	500	500	500
21. Estate of Smt. Bachoobai Woronzow	8,14,030	0.39	0.39
22. Ben Nevis Investments Ltd.	1,02,83,790	4.98	4.98
23. Newpoint Enterprises Ltd.	2,50,000	0.12	0.12
24. Baymanco Investments Limited	4,73,12,000	22.91	22.91
25. Naira Holdings Ltd	27,40,000	1.33	1.33
26. Mrs. Maureen N. Wadia	5,78,010	0.28	0.28
27. Mr. Ness N. Wadia	12,19,418	0.59	0.59
28. Mr. Jehangir N. Wadia	2,87,525	0.14	0.14
29. Ms. Diana Claire Wadia	13,83,810	0.67	0.67
30. Mrs. Dina Neville Wadia	6,03,220	0.29	0.29
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NA	NA	NA
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)	NA	NA	NA
e) Total (a+b+c+d)	11,08,08,618	53.66	53.66
Details of acquisition/(sale)			

a) Shares carrying voting rights:			
1. Nowrosjee Wadia and Sons Limited	(43,59,611)	(2.11)	(2.11)
2. The Bombay Burmah Trading Corp. Ltd.	-	-	-
3. National Peroxide Ltd.	-	-	-
4. Macrofil Investments Ltd.	-	-	-
5. Naperol Investments Ltd.	-	-	-
6. DPI Products& Services Ltd.	-	-	-
7. Wadia Techno-Engineering Services Ltd.	-	-	-
8. Lotus Viniyog Pvt. Ltd.	-	-	-
9. Havenkores Real Estates Pvt. Ltd.	-	-	-
10. Afco Industrial & Chemicals Ltd.	-	-	-
11. Nessville Trading Pvt. Ltd.	-	-	-
12. Go Airlines (India) Ltd.	-	-	-
13. Go Investments & Trading Pvt. Ltd.	-	-	-
14. Nidhivan Investments & Trading CoPvt Ltd.	15,60,470	0.76	0.76
15. Heera Holdings & Leasing Pvt. Ltd.	14,95,450	0.72	0.72
16. Sahara Investments Pvt. Ltd.	13,03,691	0.63	0.63
17. Nusli Neville Wadia, Diana Claire Trust	-	-	-
18. Nusli Neville Wadia, Trustees of Jer Mavis Settlement No.II	-	-	-
19. Nusli Neville Wadia, Nusli Neville Wadia Trust	-	-	-
20. N N Wadia, Administrator of Estate of Late E F Dinshaw	-	-	-
21. Estate of Smt. Bachoobai Woronzow	-	-	-
22. Ben Nevis Investments Ltd.	-	-	-
23. Newpoint Enterprises Ltd.	-	-	-
24. Baymanco Investments Limited	-	-	-
25. Naira Holdings Ltd	-	-	-
26. Mrs. Maureen N. Wadia	-	-	-
27. Mr. Ness N. Wadia	-	-	-
28. Mr. Jehangir N. Wadia	-	-	-
29. Ms. Diana Claire Wadia	-	-	-
30. Mrs. Dina Neville Wadia	-	-	-
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	-	-	-
e) Total (a+b+c+/-d)	0	0	0
After the acquisition/sale, holding of:			

a) Shares carrying voting rights:			
1. Nowrosjee Wadia and Sons Limited	34,25,432	1.66	1.66
2. The Bombay Burmah Trading Corp. Ltd.	3,15,50,713	15.28	15.28
3. National Peroxide Ltd.	14,89,700	0.72	0.72
4. Macrofil Investments Ltd.	4,46,700	0.22	0.22
5. Naperol Investments Ltd.	4,06,200	0.20	0.20
6. DPI Products& Services Ltd.	2,64,900	0.13	0.13
7. Wadia Techno-Engineering Services Ltd.	1,95,460	0.09	0.09
8. Lotus Viniyog Pvt. Ltd.	1,44,690	0.07	0.07
9. Havenkores Real Estates Pvt. Ltd.	2,68,672	0.13	0.13
10. Afco Industrial & Chemicals Ltd.	59,660	0.03	0.03
11. Nessville Trading Pvt. Ltd.	24,550	0.01	0.01
12. Go Airlines (India) Ltd.	1,000	0.00	0.00
13. Go Investments & Trading Pvt. Ltd.	500	0.00	0.00
14. Nidhivan Investments & Trading CoPvt Ltd.	18,90,578	0.92	0.92
15. Heera Holdings & Leasing Pvt. Ltd.	16,47,553	0.80	0.80
16. Sahara Investments Pvt. Ltd.	18,43,727	0.89	0.89
17. Nusli Neville Wadia, Diana Claire Trust	1,80,530	0.09	0.09
18. Nusli Neville Wadia, Trustees of Jer Mavis Settlement No.II	13,58,750	0.66	0.66
19. Nusli Neville Wadia, Nusli Neville Wadia Trust	1,37,000	0.07	0.07
20. N N Wadia, Administrator of Estate of Late E F Dinshaw	500	500	500
21. Estate of Smt. Bachoobai Woronzow	8,14,030	0.39	0.39
22. Ben Nevis Investments Ltd.	1,02,83,790	4.98	4.98
23. Newpoint Enterprises Ltd.	2,50,000	0.12	0.12
24. Baymanco Investments Limited	4,73,12,000	22.91	22.91
25. Naira Holdings Ltd	27,40,000	1.33	1.33
26. Mrs. Maureen N. Wadia	5,78,010	0.28	0.28
27. Mr. Ness N. Wadia	12,19,418	0.59	0.59
28. Mr. Jehangir N. Wadia	2,87,525	0.14	0.14
29. Ms. Diana Claire Wadia	13,83,810	0.67	0.67
30. Mrs. Dina Neville Wadia	6,03,220	0.29	0.29
b) Shares encumbered with the acquirer	-	-	-
c) VRs 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) after acquisition	-	-	-
e) Total (a+b+c+d)	11,08,08,618	53.66	53.66
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Block deals		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	24 th June,2020		

Equity share capital / total voting capital of the TC before the said acquisition / sale	20,65,34,900 Equity shares
Equity share capital/ total voting capital of the TC after the said acquisition / sale	20,65,34,900 Equity shares
Total diluted share/voting capital of the TC after the said acquisition	20,65,34,900 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.

On Behalf of Promoter and Promoter Group



Kaioz D. Nalladaru
Company Secretary & Financial Controller
Nowrosjee Wadia and Sons Limited

Date: 25th June, 2020

Place: Mumbai