

October 21, 2020

To,

Department of Corporate Services <b>BSE Limited</b> 14th Floor, BSE Limited, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Listing Compliance department <b>National Stock Exchange of India Limited.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051.	<b>Mr. Tehnaz Punwani</b> Company Secretary & Compliance Officer, <b>Eveready Industries India Limited,</b> 1, Middleton Street, Kolkata, West Bengal -700071.
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**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated October 09, 2020 for the equity shares of Eveready Industries India Limited ('Company') by Vistra ITCL (India) Limited ('Vistra')**

Dear Sir/Madam,

This is with reference to the aforesaid disclosure made by Vistra in the capacity of a Security Trustee and Debenture Trustee.

We submit that Vistra has sold 12,19,000 equity shares of Eveready Industries India Limited on July 14, 2020 however in the aforesaid disclosure sale transaction was erroneously missed due to oversight.

Please find enclosed herewith the revised disclosure.

Kindly oblige and take the revised disclosure on record.

For **Vistra ITCL (India) Limited**



**Authorized Signatory**

Place: Mumbai

Encl.: As above

Registered office:

The IL&FS Financial Centre,  
 Plot C- 22, G Block, 7th Floor  
 Bandra Kurla Complex, Bandra (East),  
 Mumbai 400051

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Vistra ITCL (India)

Corporate Identity Number (CIN):U66020MH1995PLC095507

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**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Eveready Industries India Limited ('Company')		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ('Vistra') (In our capacity as Debenture Trustee and Security Trustee) The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
5. Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	27,00,000	3.71%	3.71%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	17,00,000	2.34%	2.34%
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)	----	----	----
<b>Total (a+b+c+d)</b>	<b>44,00,000</b>	<b>6.05%</b>	<b>6.05%</b>
<b>Details of acquisition/ Sale</b>			
a) Shares carrying voting rights acquired / sold	17,00,000	2.34%	2.34%
b) VRs acquired/sold otherwise than by shares	(21,15,906)	(2.91%)	(2.91%)
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 <del>encumbered</del> /invoked/ <del>released</del> by the acquirer	(17,00,000)	(2.34%)	(2.34%)
<b>Total (a+b+c+d)</b>	<b>(21,15,906)</b>	<b>(2.91%)</b>	<b>(2.91%)</b>

<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	22,84,094	3.14%	3.14%
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	----	----	----
<b>Total (a+b+c+d)</b>	<b>22,84,094</b>	<b>3.14%</b>	<b>3.14%</b>
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale of Invoked shares and Invocation of pledged shares. Please refer the note		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>Date of Sale:</b> December 26, 2019 and July 14, 2020 <b>Date of Invocation:</b> October 07, 2020.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	7,26,87,260 Shares (As per shareholding pattern available on BSE website for quarter ended June 2020)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	7,26,87,260 Shares (As per shareholding pattern available on BSE website for quarter ended June 2020)		
Total diluted share/voting capital of the TC after the said acquisition	7,26,87,260 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.

**Note:**

- 17,00,000 (7,20,000 + 9,80,000) Equity Shares of the Company has been invoked on the above mentioned date in our capacity as a Debenture Trustee for the NCDs issued by Babcock Borsig Limited.
- 21,15,906 (8,96,906 + 12,19,000) Equity Shares of the Company invoked by Vistra have been sold on the above mentioned dates in capacity Security Trustee against the terms loan facility availed by Williamson Financial Services Limited and Williamson Magor & Co Limited and also in capacity as Debenture Trustee for the NCDs issued by Babcock Borsig Limited.

*The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.*

**For Vistra ITCL (India) Limited**



**Authorized Signatory**

**Place: Mumbai**