



Sajan Kumar Bansal

Date: 1st April, 2019

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, 3rd Floor
Plot No.3-1"G" Block, I.F.B. Centre,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051

The Company Secretary
Skipper Limited
3A, Loudon Street,
Kolkata- 700017

Dear Sirs

Subject: Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This is to inform you that Mr Sajan Kumar Bansal and Mrs Meera Bansal, members of the promoter and promoter group of Skipper Limited ("Skipper"), have acquired equity shares of Skipper both directly and indirectly by way of a gift from their immediate relatives, through off market transfers, which has led to a change in shareholding exceeding 2% of the total share capital of Skipper.

In view of the above, please find attached the requisite disclosure under Regulation 29 (2) of the Takeover Regulations.

Kindly take the above on record.

Thanking you
Yours faithfully

For and on behalf of the Acquirers and PACs

Sajan Kumar Bansal

Encl: As above

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

Name of the Target Company ("TC")	Skipper Limited ("Skipper")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Name of the Acquirers</p> <ul style="list-style-type: none"> Mr Sajan Kumar Bansal Mrs Meera Bansal <p>(collectively, the "Acquirers")</p> <p>PACs with the Acquirers</p> <p>Other members of the promoter and promoter group of Skipper (please refer to <u>Annexure I</u>)</p>		
Whether the acquirer belongs to Promoter/Promoter group	The Acquirers are the members of the Promoter and Promoter Group of Skipper.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> BSE Limited; and National Stock Exchange of India 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:			
a) Shares carrying voting rights			
1. Mr Sajan Kumar Bansal	8,487,796	8.27	8.27
2. Mrs Meera Bansal	2,779,859	2.71	2.71
3. Other members of the Promoter and Promoter Group ¹ (Please refer to <u>Annexure I</u>)	30,136,045	29.35	29.35
Sub-total	41,403,700	40.33	40.33
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA

¹ For the purpose of this disclosure, the change of shareholding of those members of the promoter and promoter group of Skipper who have transferred their shares to the Acquirers herein as part of the transactions described below, have not been included. The transferors in the transaction have made a separate disclosure under Regulation 29(2) of the Takeover Regulations. For further details of the complete shareholding of the promoter and promoter group and changes to such shareholding, please refer to paragraph (a) of the Endnote below.

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 TC (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	41,403,700	40.33	40.33
Details of acquisition			
a) Shares carrying voting rights acquired			
1. Mr Sajan Kumar Bansal	13,367,543	13.02	13.02
2. Mrs Meera Bansal	18,989,339	18.50	18.50
3. Other members of the Promoter and Promoter Group ² (Please refer to <u>Annexure I</u>)	-	-	-
Sub-total	32,356,882	31.52	31.52
b) VRs acquired /sold otherwise than by shares	NA	NA	NA
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	NA	NA	NA
d) Shares encumbered / invoked/released by the acquirer	NA	NA	NA
e) Total (a+b+c+/-d)	32,356,882	31.52	31.52
After the acquisition, holding of:			
a) Shares carrying voting rights			
1. Mr Sajan Kumar Bansal	21,855,339	21.29	21.29
2. Mrs Meera Bansal	21,769,198	21.20	21.20
3. Other members of the Promoter and Promoter Group ² (Please refer to <u>Annexure I</u>)	30,136,045	29.35	29.35
Sub-total	73,760,582	71.84	71.84

² For the purpose of this disclosure, the change of shareholding of those members of the promoter and promoter group of Skipper who have transferred their shares to the Acquirers herein as part of the transactions described below, have not been included. The transferors in the transaction have made a separate disclosure under Regulation 29(2) of the Takeover Regulations. For further details of the complete shareholding of the promoter and promoter group and changes to such shareholding, please refer to paragraph (a) of the Endnote below.

(Signature)

b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs 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 TC (specify holding in each category) after acquisition	NA	NA	NA
e) Total (a+b+c+d)	73,760,582	71.84	71.84
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer of shares of Skipper, directly and indirectly, by way of gift between immediate relatives as part of an estate planning exercise. Please refer to the Endnote below, for complete details of the direct and indirect acquisitions.		
Date of acquisition of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29 March 2019		
Equity share capital / total voting capital of the TC before the said acquisition	102,670,212 equity shares of INR 1 each		
Equity share capital/ total voting capital of the TC after the said acquisition	102,670,212 equity shares of INR 1 each		
Total diluted share/voting capital of the TC after the said acquisition	102,670,212 equity shares of INR 1 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 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 and on behalf of the Acquirers and the PACs

Sajjan Kumar Bansal

Place: Kolkata

Date: 1st April, 2019

ENDNOTE:

As a part of an estate planning exercise, Mr Sajan Kumar Bansal and Mrs Meera Bansal (*the Acquirers herein*) have acquired by way of gift, shares and voting rights in Skipper, both directly (from immediate relatives) and indirectly (through the promoter companies).

The details of the acquisitions are provided below:

- a) **Direct Acquisitions:** The Acquirers have acquired shares in Skipper, by way of a gift from immediate relatives, in the manner described in the table below:

CURRENT SHAREHOLDING			TRANSFERS			POST TRANSFER SHAREHOLDING	
NAME OF THE PROMOTER	No of shares / voting rights	% w.r.t total share capital of TC	Transferee	No of shares / voting rights	% w.r.t total share capital of TC	No of shares / voting rights	% w.r.t total share capital of TC
Mr Sajan Kumar Bansal	8,487,796	8.27	-	-	-	21,855,339	21.29
Mrs Meera Bansal	2,779,859	2.71	-	-	-	21,769,198	21.20
Mr Sharan Bansal	4,946,955	4.82	Mrs Meera Bansal	4,936,955	4.81	10,000	0.01
Mrs Sumedha Bansal	5,766,631	5.62	Mrs Meera Bansal	5,756,631	5.61	10,000	0.01
Mr Siddharth Bansal	10,868,725	10.59	Mrs Meera Bansal	8,295,753	8.08	10,000	0.01
			Mr Sajan Kumar Bansal	2,562,972	2.50		
Mr Devesh Bansal	3,872,175	3.77	Mr Sajan Kumar Bansal	3,862,175	3.76	10,000	0.01
Mrs Rashmi Bansal	6,952,396	6.77	Mr Sajan Kumar Bansal	6,942,396	6.76	10,000	0.01



CURRENT SHAREHOLDING			TRANSFERS			POST TRANSFER SHAREHOLDING	
NAME OF THE PROMOTER	No of shares / voting rights	% w.r.t total share capital of TC	Transferee	No of shares / voting rights	% w.r.t total share capital of TC	No of shares / voting rights	% w.r.t total share capital of TC
Mrs Shruti Bansal	10,000	0.01	-	-	-	10,000	0.01
Aakriti Alloys Private Limited (AAPL)	2,005,250	1.95	-	-	-	2,005,250	1.95
Samridhi Ferrous Private Limited (SFPL)	1,465,150	1.43	-	-	-	1,465,150	1.43
Utsav Ispat Private Limited (UIPL)	386,025	0.38	-	-	-	386,025	0.38
Vaibhav Metals Private Limited (VMPL)	372,900	0.36	-	-	-	372,900	0.36
Skipper Polypipes Private Limited (SPPL)	859,220	0.84	-	-	-	859,220	0.84
Ventex Trade Private Limited (VTPL)	4,987,500	4.86	-	-	-	4,987,500	4.86
Skipper Plastics Limited (SPL)	20,050,000	19.53	-	-	-	20,050,000	19.53
TOTAL	73,810,582	71.89	-	32,356,882	31.52	73,810,582	71.89

b) Indirect Acquisition:

- (i) AAPL, SFPL, UIPL, VMPL, and SPPL (collectively, the “Promoter Companies”), are unlisted companies which are part of the promoter and promoter group of Skipper. The Acquirers have acquired shares in these Promoter Companies, by way of a gift from immediate relatives, in the manner described below:

(ii) Acquisition of shares of AAPL

AAPL holds 2,005,250 equity shares aggregating to 1.95% of the equity share capital of Skipper. The acquisition of equity shares of AAPL are as follows:

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
Sellers			
Sajan Kumar Bansal	99.12	(49.12)	50
Devesh Bansal	0.88	(0.88)	-
Acquirer			
Meera Bansal	-	50	50
TOTAL	100	50	100

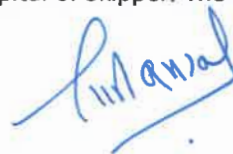
(iii) Acquisition of shares of SFPL

SFPL holds 1,465,150 equity shares aggregating to 1.43% of the equity share capital of Skipper. The acquisition of equity shares of SFPL are as follows:

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
Sellers			
Sajan Kumar Bansal	99.12	(49.12)	50
Devesh Bansal	0.88	(0.88)	-
Acquirer			
Meera Bansal	-	50	50
TOTAL	100	50	100

(iv) Acquisition of shares of UIPL

UIPL holds 386,025 equity shares aggregating to 0.38% of the equity share capital of Skipper. The acquisition of equity shares of UIPL are as



follows:

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
Sellers			
Sajan Kumar Bansal	99.12	(49.12)	50
Sharan Bansal	0.88	(0.88)	-
Acquirer			
Meera Bansal	-	50	50
TOTAL	100	50	100

(v) Acquisition of shares of VMPL

VMPL holds 372,900 equity shares aggregating to 0.36% of the equity share capital of Skipper. The acquisition of equity shares of VMPL are as follows:

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
Sellers			
Sajan Kumar Bansal	99.12	(49.12)	50
Sharan Bansal	0.88	(0.88)	-
Acquirer			
Meera Bansal	-	50	50
TOTAL	100	50	100

(vi) Acquisition of shares of SPPL

SPPL holds 859,220 equity shares aggregating to 0.84% of the equity share capital of Skipper. The acquisition of equity shares of SPPL are as follows:

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
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Meera Bansal

Name of the shareholder	% equity shareholding prior to the transfer	% equity shareholding transferred	% equity shareholding post the transfer
Sellers			
Sharan Bansal	17.46	(17.46)	-
Devesh Bansal	39.68	(39.68)	-
Siddharth Bansal	23.49	(23.49)	-
Rashmi Bansal	0.76	(0.76)	-
Acquirers			
Meera Bansal	10.67	35.36	46.03
Sajan Kumar Bansal	-	46.03	46.03
TOTAL	92.06	81.39	92.06

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ANNEXURE 1**Other members of the Promoter and Promoter Group
(PACs with the Acquirers)**

NAME OF PACs	BEFORE THE TRANSACTION		AFTER THE TRANSACTION	
	No of shares / voting rights	% w.r.t total share capital of Skipper	No of shares / voting rights	% w.r.t total share capital of Skipper
Mrs Shruti Bansal	10,000	0.01	10,000	0.01
Aakriti Alloys Private Limited	2,005,250	1.95	2,005,250	1.95
Samriddhi Ferrous Private Limited	1,465,150	1.43	1,465,150	1.43
Utsav Ispat Private Limited	386,025	0.38	386,025	0.38
Vaibhav Metals Private Limited	372,900	0.36	372,900	0.36
Skipper Polypipes Private Limited	859,220	0.84	859,220	0.84
Ventex Trade Private Limited	4,987,500	4.86	4,987,500	4.86
Skipper Plastics Limited	20,050,000	19.53	20,050,000	19.53
TOTAL	30,136,045	29.35	30,136,045	29.35

