

Elpro International Ltd

17th Floor, Nirmal, Nariman Point
Mumbai 400 021, India

T +91 22 2202 3075, +91 22 4029 9000
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CIN : L51505MH1962PLC012425

Date: 16.03.2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400001

Sub: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir,

Please find enclosed herewith the disclosure as per the Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 received from IGE (India) Private Limited on March 15,2021.

Request you to kindly take in your records.

Thanking You

For Elpro International Limited



Binal Khosla
Company Secretary

I G E (India) Private Limited

17th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021,
India.

T +91 22 4029 9000, Fax +91 22 2202 7995
CIN : U74999WB1930PTC152570

Dated :- 15.03.2021

To

Department of Corporate Services
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir,

Scrip Code- 504000

Ref:- Disclosures under Regulation 10(6) and 29(2) in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and disclosure under Regulation 7(2)(a) of SEBI (Prevention of Insider Trading) Regulations 2015.

Please find attached disclosure under Regulation 10(5), 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and disclosure under Regulation 7(2)(a) of SEBI (Prevention of Insider Trading) Regulations 2015. in relation to purchase of 631950 equity shares of M/s. Elpro International Limited through exchange among inter Se Promoter.

You are requested to kindly take the same on record

Thanking you

Yours faithfully

For I G E (India) Private Limited



Encl:- As Above

C.C to-Company Secretary, Elpro International Limited, 17th Floor, Nirmal, Nariman Point, Mumbai
400 021

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

| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC) | ELPRO INTERNATIONAL LIMITED | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | I.G.E (India) Private Limited (Acquirer) R.C.A Limited (PAC) International Conveyors Limited (PAC) Rajendra Kumar Dabriwala (PAC) Surbhit Dabriwala (PAC) Yamini Dabriwala (Seller /PAC) | | |
| Whether the acquirer belongs to Promoter/Promoter group | YES | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE 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 | 94591970 | 55.81% | 55.81% |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | 32500000 | 19.18% | 19.18% |
| c) Voting rights (VR) otherwise than by shares | N/A | N/A | N/A |
| 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) | N/A | N/A | N/A |



| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|--------|--------------|
| e) Total (a+b+c+d) (#) | 127091970 | 74.99% | 74.99% |
| Details of acquisition | | | |
| a) Shares carrying voting rights acquired | 631950 | 0.37% | 0.37% |
| b) VRs acquired /sold otherwise than by shares | N/A | N/A | N/A |
| 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 | N/A | N/A | N/A |
| d) Shares encumbered / invoked/released by the acquirer | N/A | N/A | N/A |
| e) Total (a+b+c+/-d) | 631950 | 0.37% | 0.37% |
| After the acquisition, holding of: | | | |
| a) Shares carrying voting rights | 94591970 | 55.81% | 55.81% |
| b) Shares encumbered with the acquirer | 32500000 | 19.18% | 19.18% |
| c) VRs otherwise than by shares | N/A | N/A | N/A |
| 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 | N/A | N/A | N/A |
| e) Total (a+b+c+d) (#) | 127091970 | 74.99% | 74.99% |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | inter-se among Promoters through Exchange | | |
| Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 15.03.2021 | | |
| Equity share capital/ total voting capital of the TC before the said acquisition/ sale | 169479130 equity shares of Rs. 1/- each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | 169479130 equity shares of Rs. 1/- each | | |



| | |
|-------------------------------------------------------------------------|-----------------------------------------|
| Total diluted share/voting capital of the TC after the said acquisition | 169479130 equity shares of Rs. 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.

(S) As the Seller and Acquirer are both part of the promoter and promoter group of the Target Company, they are deemed to be persons acting in concert with each other as per regulation 2(1)(q)(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2013.

(#) Since the transaction was carried out through exchange, 631950 equity shares of the Target Company sold by the Seller Yamini Dabriwala, and 631950 equity shares of the Target Company were acquired by I.G.E (India) Pvt. Ltd. The shareholding of the Acquirer and each of the PACs before and after the transaction are detailed herein below.

** The trading of the shares has been done in accordance with and in compliance with Regulation 4 of the SEBI (Prohibition of Insider Trade) Regulations 2015. There is no mis match of possession of Unpublished price sensitive information among Acquirer and Seller. Both Acquirer and Seller has obtained pre clearance from the Compliance Officer of the Company.

The shareholding of the Acquirer and each of the PACs before and after the transaction are detailed herein below.

| NAME(S) OF THE ACQUIRER AND PACs | Whether Promoter/ Promoter group | HOLDING BEFORE THE TRANSACTION | | Holding after the transaction | |
|------------------------------------------|----------------------------------|--------------------------------|---------------|-------------------------------|---------------|
| | | Number | Percentage | Number | Percentage |
| I.G.E (India) Private Limited (Acquirer) | Promoter | 84437376 | 49.82% | 85069326 | 50.19% |
| International Conveyors Limited (PAC) | Promoter | 26960077 | 15.91% | 26960077 | 15.91% |
| R.C.A Limited (PAC) | Promoter | 11608548 | 6.84% | 11608548 | 6.84% |
| Rajendra Kumar Dabriwala (PAC) | Promoter | 156519 | 0.09% | 156519 | 0.09% |
| Surblit Dabriwala (PAC) | Promoter | 1441281 | 0.85% | 1441281 | 0.85% |
| Yamini Dabriwala (Seller) | Promoter | 2488169 | 1.47% | 1856219 | 1.10% |
| Total | - | 127091970 | 74.99% | 127091970 | 74.99% |

For I.G.E (INDIA) PRIVATE LIMITED

Place: MUMBAI

Date: 15.03.2021

