

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

|  |   |  |  |
|--|---|--|--|
| 1. Name of the Target Company (TC)   | <b>BF INVESTMENT LIMITED</b>  |  |  |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer   | i) Sundaram Trading & Investment Private Limited - <b>(Sundaram) Acquirer</b><br>ii) Promoter Group—As per Annexure 1 & 2 |  |  |
| 3. Whether the acquirer belongs to Promoter/ Promoter group  | Yes – <b>Sundaram</b> is a part of Promoter Group   |  |  |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed  | National Stock Exchange of India Limited<br>BSE Limited<br>Pune Stock Exchange 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 (**) |
| <b>Before the acquisition under consideration, holding of :</b>  |   |  |  |
| a) Shares carrying voting rights   |   |  |  |
| i) <b>Sundaram</b>   | 4,181,345   | 11.10%   | 11.10%   |
| ii) <b>Promoter Group – Annexure 1</b>   | 23,205,631  | 61.61%   | 61.61%   |
| b) Shares in the nature of encumbrance (pledge /lien/ non-disposal undertaking/ others)  | NIL   | NIL  | NIL  |
| c) Voting rights (VR) otherwise than by shares   | NIL   | NIL  | NIL  |
| 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)                  | NIL   | NIL  | NIL  |
| e) Total (a+b+c+d)   | 27,386,976  | 72.71%   | 72.71%   |
| <b>Details of acquisition/sale – Acquisition</b>   |   |  |  |
| a) Shares carrying voting rights acquired/sold   |   |  |  |
| <b>Sundaram</b>  | 6,062,342   | 16.09%   | 16.09%   |
| b) VRs acquired /sold otherwise than by shares   | NIL   | NIL  | NIL  |
| 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     | NIL   | NIL  | NIL  |
| d) Shares encumbered / invoked/ released by the acquirer   | NIL   | NIL  | NIL  |
| e) Total (a+b+c+d)   | 6,062,342   | 16.09%   | 16.09%   |
| <b>After the acquisition/sale, holding of:</b>   |   |  |  |
| a) Shares carrying voting rights   |   |  |  |
| i) <b>Sundaram</b>   | 10,243,687  | 27.19%   | 27.19%   |
| ii) <b>Promoter Group - Annexure 2</b>   | 17,143,289  | 45.52%   | 45.52%   |
| b) Shares encumbered with the acquirer   | NIL   | NIL  | NIL  |
| c) VRs otherwise than by shares  | NIL   | NIL  | NIL  |
| 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 | NIL   | NIL  | NIL  |
| e) Total (a+b+c+d)   | 27,386,976  | 72.71%   | 72.71%   |

*M.A.*

|  |   |
|--|---|
| 6. Mode of acquisition/ sale (e.g. open market / off-market/public issue/rights issue/ preferential allotment/inter-se transfer etc).    | Inter-se Transfer amongst Promoters (Off Market )     |
| 7. Date of acquisition / <del>sale of shares / VR or date of receipt of intimation of allotment of shares,</del> whichever is applicable | 24th January, 2014                                    |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / <del>sale</del>                                   | 37,667,628 Equity Shares of Rs.5/- each fully paid up |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / <del>sale</del>                                     | 37,667,628 Equity Shares of Rs.5/- each fully paid up |
| 10.Total diluted share/voting capital of the TC after the said acquisition   | 37,667,628 Equity Shares of Rs.5/- each fully paid up |

(\*) 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 Sundaram Trading & Investment Private Limited**



**Director**

Place: PUNE

Date: 28th January, 2014

**Annexure - 1**

**PROMOTER GROUP SHAREHOLDING (PRE TRANSACTION)**

| <b>Sr.</b>   | <b>Name of Shareholder</b>                   | <b>No.of Shares</b> | <b>%</b>     |
|--------------|--|---------------------|--------------|
| 1            | Mr. B.N. Kalyani - Promoter                  | 7,204               | 0.02         |
| 2            | Ajinkya Investment & Trading Company         | 10,292,103          | 27.32        |
| 3            | KSL Holdings Pvt. Ltd.                       | 4,353,472           | 11.56        |
| 4            | Kalyani Investment Company Limited           | 6,062,342           | 16.09        |
| 5            | PIH Finvest Co.Ltd.                          | 1,424,885           | 3.78         |
| 6            | Jannhavi Investment Pvt. Ltd.                | 458,514             | 1.22         |
| 7            | Rajgad Trading Co. Pvt. Ltd.                 | 151,674             | 0.40         |
| 8            | Kalyani Consultants Pvt. Ltd.                | 149,500             | 0.40         |
| 9            | Dandakaranya Investment & Trading Pvt. Ltd.  | 95,000              | 0.25         |
| 10           | Campanula Investment & Finance Pvt. Ltd.     | 61,389              | 0.16         |
| 11           | Cornflower Investment & Finance Pvt. Ltd.    | 41,900              | 0.11         |
| 12           | Hastinapur Investment & Trading Pvt. Ltd.    | 6,267               | 0.02         |
| 13           | Dronacharya Investment & Trading Pvt. Ltd.   | 5,643               | 0.01         |
| 14           | Mr.Gaurishankar Neelkanth Kalyani            | 63,779              | 0.17         |
| 15           | Mr.Amit B. Kalyani                           | 28,270              | 0.08         |
| 16           | Mr.Ashok Kumar Kheny                         | 581                 | 0.00         |
| 17           | Mrs.Rohini G. Kalyani                        | 2,000               | 0.01         |
| 18           | Dr. Meera Kheny                              | 700                 | 0.00         |
| 19           | Mrs.Sugandha Jai Hiremath                    | 400                 | 0.00         |
| 20           | Mrs.Sulochana Kalyani Jointly Mr.B.N.Kalyani | 8                   | 0.00         |
| <b>TOTAL</b> |  | <b>23,205,631</b>   | <b>61.61</b> |

**For Sundaram Trading & Investment Private Limited**



**Director**

**Annexure - 2**

**PROMOTER GROUP SHAREHOLDING (POST TRANSACTION)**

| <b>Sr.</b>   | <b>Name of Shareholder</b>                   | <b>No.of Shares</b> | <b>%</b>     |
|--------------|--|---------------------|--------------|
| 1            | Mr. B.N. Kalyani - Promoter                  | 7,204               | 0.02         |
| 2            | Ajinkya Investment & Trading Company         | 10,292,103          | 27.32        |
| 3            | KSL Holdings Pvt. Ltd.                       | 4,353,472           | 11.56        |
| 4            | PIH Finvest Co.Ltd.                          | 1,424,885           | 3.78         |
| 5            | Jannhavi Investment Pvt. Ltd.                | 458,514             | 1.22         |
| 6            | Rajgad Trading Co. Pvt. Ltd.                 | 151,674             | 0.40         |
| 7            | Kalyani Consultants Pvt. Ltd.                | 149,500             | 0.40         |
| 8            | Dandakaranya Investment & Trading Pvt. Ltd.  | 95,000              | 0.25         |
| 9            | Campanula Investment & Finance Pvt. Ltd.     | 61,389              | 0.16         |
| 10           | Cornflower Investment & Finance Pvt. Ltd.    | 41,900              | 0.11         |
| 11           | Hastinapur Investment & Trading Pvt. Ltd.    | 6,267               | 0.02         |
| 12           | Dronacharya Investment & Trading Pvt. Ltd.   | 5,643               | 0.01         |
| 13           | Mr.Gaurishankar Neelkanth Kalyani            | 63,779              | 0.17         |
| 14           | Mr.Amit B. Kalyani                           | 28,270              | 0.08         |
| 15           | Mr.Ashok Kumar Kheny                         | 581                 | 0.00         |
| 16           | Mrs.Rohini G. Kalyani                        | 2,000               | 0.01         |
| 17           | Dr. Meera Kheny                              | 700                 | 0.00         |
| 18           | Mrs.Sugandha Jai Hiremath                    | 400                 | 0.00         |
| 19           | Mrs.Sulochana Kalyani Jointly Mr.B.N.Kalyani | 8                   | 0.00         |
| <b>TOTAL</b> |  | <b>17,143,289</b>   | <b>45.52</b> |

**For Sundaram Trading & Investment Private Limited**

  
**Director**