

Ref : VTL/CS/2017-18

26.10.2017

BSE Limited Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code :517015	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra East Mumbai – 400 051 Scrip Code : VINDHYATEL EQ
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Dear Sirs,

Subject : Intimation under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

We write to inform you that the three wholly owned subsidiaries of Vindhya Telelinks Ltd. (hereinafter referred to as the “Company”) viz. August Agents Ltd., Laneseda Agents Ltd. and Insilco Agents Ltd. have agreed to acquire 11,07,407 fully paid up equity shares of Rs.10/- each of Universal Cable Ltd.(UCL) constituting 3.19% of total paid up share capital of UCL from Birla Cable Ltd. by way of inter-se transfer of equity shares amongst Promoters/members of the Promoter Group of UCL through block-deal process. Other disclosures as required under the captioned Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are furnished in the prescribed form as per Annexure-1 attached hereto.

This is for your information and record.

Thanking you,

Yours faithfully,

For **VINDHYA TELELINKS LIMITED**


(Satyendu Pattnaik)
Company Secretary

1. Name of the target entity, details in brief such as size, turnover etc.:

Universal Cable Ltd. ("UCL") (target entity) having its registered office at P.O. Birla Vikas, Satna, Madhya Pradesh, India- 485005. Gross Revenue from Operations of the Target Entity during the Financial year ended on 31st March, 2017 was Rs. 90934.80 Lakhs with profit after tax of Rs. 2838.65 Lakhs. Vindhya Telelinks Ltd. is not directly acquiring any shares in the target entity but is making this disclosure being the holding company of August Agents Ltd., Laneseda Agents Ltd. and Insilco Agents Ltd. (Acquirers), who have agreed to acquire 11,07,407 fully paid up equity shares of Rs.10/- of target entity, constituting 3.19% of total paid up share capital by way of inter-se transfer amongst the promoters and members of promoter group through block deal process.

2. Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length":

The acquisition is pursuant to inter-se transfer amongst the promoters and members of promoter group of target entity through block deal process and the acquisition constitutes 3.19% of total paid up share capital of the target entity in the current financial year 2017-18.

3. Industry to which the entity being acquired belongs:

The target entity is primarily engaged in the business of manufacturing and sales of Low Voltage, Medium Voltage and Extra High Voltage XLPE Power Cables upto 500 kV grade, PVC and Rubber Insulated Power Cables upto 11 kV grade, Control and Instrumentation Cables upto 1.1 kV for any number of Cores/Pairs and speciality Rubber Cables.

4. Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity):

The acquisition is by way of Inter-se transfer amongst promoters and members of promoter group of the target entity through block deal process. Promoters and members of promoter group's shareholding of the target entity will remain unchanged after the aforesaid acquisition.

5. Brief details of any governmental or regulatory approvals required for the acquisition:

The acquisition is pursuant to inter-se transfer of equity shares amongst the promoters and members of promoter group of target entity through block deal process and no governmental or regulatory approval(s) required for the acquisition.

6. Indicative time period for completion of the acquisition:

Three Wholly-owned subsidiaries of the Company viz. August Agents Ltd., Laneseda Agents Ltd. and Insilco Agents Ltd. have agreed to acquire 11,07,407 fully paid up equity shares of Rs.10/- each of Universal Cable Ltd. (UCL) constituting 3.19% of total paid up share capital of UCL, by way of inter-se transfer of equity shares amongst the promoters



and members of promoter group of target entity through block deal process. As per the block deal process the settlement date will be on 30th October 2017.

7. Nature of consideration - whether cash consideration or share swap and details of the same:

The equity shares are acquired on cash consideration.

8. Cost of acquisition or the price at which the shares are acquired:

The acquisition of 11,07,407 Equity Shares of Rs.10/- each fully paid up of the target entity is at the price of Rs.161/- per share, which is +/- 1% from the last traded price prevailing on the date of sale in accordance with the Stock Exchange circular/guidelines ("Block Deal").

9. Percentage of shareholding / control acquired and / or number of shares acquired:

11,07,407 Equity Shares of Rs.10/- each fully paid up, constituting 3.19% of total paid up share capital of the target entity.

10. Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief):

Universal Cables Limited (target entity) was established in 1962 by late Shri M.P. Birla, the then Chairman, with modern plant for manufacture of Paper Insulated Cables. Formerly, the name of Universal Cables Ltd. was Hindusthan Woollen Mills Ltd. which was incorporated on 6th March 1945.

Target entity is a leader in the Indian Power Cable Industry with the widest product range. The cable division has a very wide range of products. It includes Low Voltage, Medium Voltage and Extra High Voltage XLPE Power Cables upto 500 KV grade, PVC and Rubber Insulated Power Cables upto 11 KV grade, Control and Instrumentation Cables upto 1.1 KV for any number of Cores/Pairs and speciality Rubber Cables for Trailing/Flexible standards to suit to customer requirements. Its Cables and Capacitors are known by the Brand Name "UNISTAR". Apart from manufacturing Electrical Cables for multifarious applications, UCL is having full-fledged EPC Division to execute Turnkey Contracts for various Utilities/Projects. The target entity has its state-of-the-art manufacturing facility at Satna, Madhya Pradesh and marketing offices at certain metro towns in India. The target entity's gross revenue from operations and profit after tax during the last three financial years was as follows:

Particulars	Financial Year (Amount in Rs. Lakhs)		
	2016-17	2015-16	2014-15
Total Gross Revenue from operations (including Other Income)	90934.80	84105.84	76491.22
Profit/(Loss) after Tax	2838.65	1954.95	(3471.14)

