

LEO ADVISORS PRIVATE LIMITED

CIN :U74999MH2016PTC285609

401, GILDER VILLA SOCIETY, 17, MASTER VINAYAK CROSS ROAD, BANDRA(WEST),
MUMBAI - 400 050, MAHARASHTRA; Tel: (022) 26402161;EMAIL ID-groupcos@rediffmail.com

March 30, 2017

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, BandraKurla Complex, Bandra (E) Mumbai - 400 051 E-mail: takeover@nse.co.in	BSE Limited P J Towers, Dalal Street Fort, Mumbai-400 001 E-mail: corp.relations@bseindia.com
---	---

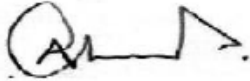
Sub: Inter-se transfer of equity shares of FDC Limited (NSE Scrip Code: FDC; BSE Scrip Code: 531599) under regulation 10(1)(a)(iii) of Securities and Exchange Board of India(Substantial Acquisition of Shares and Takeovers) Regulation, 2011

Dear Sir,

Please find enclosed herewith the disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to an acquisition of equity shares of FDC Limited by Leo Advisors Private Limited.

Thanking you,

Yours sincerely,
for Leo Advisors Private Limited



Ashok Anand Chandavarkar
Director

Encl.: As above

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part –A- Details of the Acquisition

Name of the Target Company (TC)	FDC Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirer:</u> Leo Advisors Private Limited <u>PAC:</u> 1. Ashok Anand Chandavarkar 2. Mangala Ashok Chandavarkar 3. Ameya Ashok Chandavarkar 4. Aditi C Bhanot 5. Mohan Anand Chandavarkar 6. Sandhya Mohan Chandavarkar 7. Nandan Mohan Chandavarkar 8. Meera Ramdas Chandavarkar 9. Nomita Ramdas Chandavarkar 10. Virgo Advisors Private Limited (Refer to Note 1 below)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)		
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 acquirer along with PACs of:			
a) Shares carrying voting rights			
- Leo Advisors Private Limited	-	-	-
- Ashok Anand Chandavarkar	16,134,016	9.07	9.07
- Mangala Ashok Chandavarkar	10,756,110	6.05	6.05
- Ameya Ashok Chandavarkar	10,720,580	6.03	6.03
- Aditi C Bhanot	1,200,000	0.67	0.67
- Mohan Anand Chandavarkar	19,020,258	10.70	10.70
- Sandhya Mohan Chandavarkar	19,355,730	10.88	10.88

- Nandan Mohan Chandavarkar	5,445,762	3.06	3.06
- Meera Ramdas Chandavarkar	34,189,260	19.23	19.23
- Nomita Ramdas Chandavarkar	5,682,940	3.20	3.20
- Virgo Advisors Private Limited	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity 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)	NIL	NIL	NIL
e) Total (a+b+c+d)	122,504,656	68.89	68.89
Details of acquisition			
a) Shares carrying voting rights acquired			
- Leo Advisors Private Limited	16,134,016	9.07	9.07
- Ashok Anand Chandavarkar	(16,134,016)	(9.07)	(9.07)
- Mangala Ashok Chandavarkar	(10,756,110)	(6.05)	(6.05)
- Ameya Ashok Chandavarkar	-	-	-
- Aditi C Bhanot	-	-	-
- Mohan Anand Chandavarkar	-	-	-
- Sandhya Mohan Chandavarkar	-	-	-
- Nandan Mohan Chandavarkar	-	-	-
- Meera Ramdas Chandavarkar	-	-	-
- Nomita Ramdas Chandavarkar	-	-	-
- Virgo Advisors Private Limited	10,756,110	6.05	6.05
b) VRs acquired otherwise than by equity 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.	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL

e) Total (a+b+c+/-d)	NIL (Refer to Note 1 and Note 2 below)	NIL (Refer to Note 1 and Note 2 below)	NIL (Refer to Note 1 and Note 2 below)
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
- Leo Advisors Private Limited	16,134,016	9.07	9.07
- Ashok Anand Chandavarkar	-	-	-
- Mangala Ashok Chandavarkar	-	-	-
- Ameya Ashok Chandavarkar	10,720,580	6.03	6.03
- Aditi C Bhanot	1,200,000	0.67	0.67
- Mohan Anand Chandavarkar	19,020,258	10.70	10.70
- Sandhya Mohan Chandavarkar	19,355,730	10.88	10.88
- Nandan Mohan Chandavarkar	5,445,762	3.06	3.06
- Meera Ramdas Chandavarkar	34,189,260	19.23	19.23
- Nomita Ramdas Chandavarkar	5,682,940	3.20	3.20
- Virgo Advisors Private Limited	10,756,110	6.05	6.05
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) Shares pledged with the acquirer.	NIL	NIL	NIL
c) VRs otherwise than by equity 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)	122,504,656 (Refer to Note 1 and Note 2 below)	68.89 (Refer to Note 1 and Note 2 below)	68.89 (Refer to Note 1 and Note 2 below)

Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Inter-se transfer by way of a block deal on the stock exchange at a price of Rs. 203.55 per equity share.
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Equity shares having face value of Re. 1/- each.
Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	March 28, 2017
Equity share capital / total voting capital of the TC before the said acquisition	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-
Equity share capital/ total voting capital of the TC after the said acquisition	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-
Total diluted share/voting capital of the TC after the said acquisition	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-

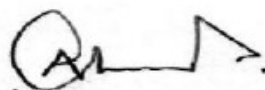
Note 1:

This disclosure is being made on account of an acquisition of 16,134,016 equity shares carrying voting rights of the Target Company comprising 9.07% of the total voting share capital of the Target Company by Leo Advisors Private Limited from Ashok Anand Chandavarkar.

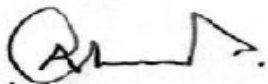
In addition to acquisition of equity shares carrying voting rights by Leo Advisors Private Limited from Ashok Anand Chandavarkar, Virgo Advisors Private Limited has also acquired 6.05% of the voting share capital of the Target Company from Mangala Ashok Chandavarkar for which a separate disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is being filed.

Note 2:

The transfers of equity shares set out herein are between members of the promoter group. As such, the aggregate holding of the promoter group of the Target Company remains unchanged pursuant to the consummation of such transfers.



For Leo Advisors Private Limited



Ashok Anand Chandavarkar

Director

Place: Mumbai

Date: 30.03.2017

Note:

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.