

Date: 19<sup>th</sup> April, 2017

**BHARTIYA**  
FASHION

The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. – C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400051 Fax – 022-26598237/38  <b>NSE Symbol : BIL/EQ</b>	The General Manager, Listing Department, BSE Limited, Floor -25, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax – 022-22722037/39/41/61  <b>Scrip Code: 526666</b>
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**Sub: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**


Dear Sir,

Pursuant to Regulation 29(1) & (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the copy of disclosure received by Bhartiya International Limited ("the Company") on dated 17<sup>th</sup> April, 2017 from Karuna Ventures Private Limited in prescribed format.

Kindly acknowledge receipt.

Thanking you,

Yours sincerely,  
For Bhartiya International Ltd

  
Shilpa Budhia  
(Company Secretary)



Encl.: a/a

**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)	Bhartiya International Limited		
Name(s)of the acquirer and Persons Acting in Concert (PAC)with the acquirer	Acquirer – Karuna Ventures Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s)of the Stock Exchange(s)where the shares of TC are Listed	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
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
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)	Acquirer – 7,00,000 Warrants	-	Acquirer – 5.43%
e) Total(a + b + c + d)	Acquirer 7,00,000 Warrants	-	Acquirer – 5.43%
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	Acquirer – 4,00,000 Equity Shares	3.29%	Acquirer – 3.10%
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category)acquired	-	-	-
d) Shares in the nature of encumbrance(pledge/lien/ non-disposal undertaking/others)	-	-	-
e) Total(a + b + c +/ -d)	Acquirer – 4,00,000 Equity Shares	3.29%	Acquirer – 3.10%



<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	Acquirer – 4,00,000 Equity Shares	3.29%	Acquirer – 3.10%
b) VRs otherwise than by equity shares	-	-	-
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)after acquisition	Acquirer – 3,00,000 Warrants	-	Acquirer – 2.33%
d) Shares in the nature of encumbrance(pledge/lien/ non disposal undertaking/others)	-	-	-
e) Total(a + b + c + d)	Acquirer 4,00,000 Equity Shares 3,00,000 Warrants	3.29%	Acquirer – 5.43%
Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/ inter-se transfer/encumbrance, etc.)	Preferential allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares pursuant to conversion of 4 lakh Warrants having attached thereto right to convert into Equal no. of Equity Shares. (Face value Rs. 10/- and premium Rs. 590/- 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	14 <sup>th</sup> April, 2017/17 <sup>th</sup> April, 2017		
Equity share capital/total voting capital of the TC before the said acquisition	11740945 Equity Share		
Equity share capital/total voting capital of the TC after the said acquisition	12140945 Equity Share		
Total diluted share/voting capital of the TC after the said acquisition	12870397 Equity Share *		

\*Diluted shares includes 600000 shares which will be arising out of conversion of outstanding warrants and new warrants issued and 129452 stock options granted through Employee Stock Option Plan 2013.

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.

Signature of the acquirer/Authorised Signatory

Place: Bangalore  
Date: 16<sup>th</sup> April, 2017



Part-B

Name of the Target Company: Bhartiya International Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/or PACs
Acquirer - Karuna Ventures Private Limited	No	AADCK7179G

Signature of the acquirer/Authorised Signatory

Place: Bangalore  
Date: 17<sup>th</sup> April, 2017

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "RESPIRATORY" at the top and "KARUNA VENTURES PRIVATE LIMITED" around the bottom edge.