

GYANSHANKAR INVESTMENT AND TRADING CO. PRIVATE LIMITED

CIN: U67120MH1992PTC066758

1601, Marathon Height, Jai Barat Oil Mills Compound, P B Marg, Lower Parel Mumbai, Maharashtra – 400013

Date:- 17.01.2018

| | |
|---|--|
| To, BSE Limited Phiroze Jeebhoy Towers, Dalal Street, Fort, Mumbai-400 001 | To, National Stock Exchange Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 40005 |
|---|--|

Sub: Intimation under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

This is to inform you that the company have aggregately Acquired 1,62,70,484 equity shares constituting 36.20% of the issued capital of Bharat Wire Ropes Ltd on 15.01.2018 pursuant to the Scheme of Amalgamation of Stellar Credit And E - Trading Private Limited (Formerly known as Stellar Credit Private Limited) CIN: U65190MH1996PTC103443, (Transferor Company 1) and Gaji Mercantile Private Limited, CIN: U51900MH2010PTC202821 (Transferor Company 2) with Gyanshankar Investment And Trading Co. Private Limited, CIN: U67120MH1992PTC066758 (Transferee Company) and their respective shareholders as approved by NCLT vide its order dated 29.09.2017 and order copy received on 10.01.2018 and the allotment made by the transferee company to the shareholders of transferor companies on 15.01.2018.

Please find enclosed the disclosure under Regulation 29(2) of the SEBI (SAST) Regulations, 2011.

Kindly acknowledge the receipt
Thanking You

Yours Sincerely

For Gyanshankar Investment and Trading Co. Private Limited



Authorised Signatory

CC: Bharat Wire Ropes Ltd
Encl : As above



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ANNEXURE - 1

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

Part-A- Details of the Acquisition

| | | | |
|--|---|--|--|
| Name of the Target Company (TC) | Bharat Wire Ropes Ltd | | |
| Name(s) of the acquirers and Persons Acting in Concert (PAC) with the acquirers | Acquirer : Gyanshankar Investment And Trading Co. Private Limited PAC: Usha Murarilal Mittal Mayank Murarilal Mittal M L Mittal HUF Murarilal Mittal Gaji Mercantile Private Limited | | |
| Whether the acquirer belongs to Promoter/Promoter group | YES | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Ltd and National Stock Exchange 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 acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | | | |
| Acquirer: Gyanshankar Investment And Trading Co. Private Limited | 17,14,370 | 3.81 | 3.81 |
| PAC: Usha Murarilal Mittal | 1 | 0.00 | 0.00 |
| Mayank Murarilal Mittal | 1,00,001 | 0.22 | 0.22 |
| M L Mittal HUF | 1 | 0.00 | 0.00 |
| Murarilal Mittal | 1 | 0.00 | 0.00 |
| Gaji Mercantile Private Limited | 1,62,70,484 | 36.20 | 36.20 |



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| | | | |
|--|--------------------|--------------|--------------|
| 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 | | | |
| e) Total (a+b+c+/-d) | 1,80,84,858 | 40.23 | 40.23 |
| Details of acquisition/ sale | | | |
| a) Shares carrying voting rights (Acquirer) | | | |
| Acquirer: Gyanshankar Investment And Trading Co. Private Limited | 1,62,70,484 | 36.20 | 36.20 |
| Seller: PAC: Gaji Mercantile Private Limited | (1,62,70,484) | (36.20) | (36.20) |
| Usha Murarilal Mittal | 0 | 0.00 | 0.00 |
| Mayank Murarilal Mittal | 0 | 0.00 | 0.00 |
| M L Mittal HUF | 0 | 0.00 | 0.00 |
| Murarilal Mittal | 0 | 0.00 | 0.00 |
| 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) | 0 | 0.00 | 0.00 |
| After the acquisition/ sale, holding of acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | | | |
| Acquirer : Gyanshankar Investment And Trading Co. Private Limited | 1,79,84,854 | 40.01 | 40.01 |
| PAC: Usha Murarilal Mittal | 1 | 0.00 | 0.00 |
| Mayank Murarilal Mittal | 1,00,001 | 0.22 | 0.22 |
| M L Mittal HUF | 1 | 0.00 | 0.00 |
| Murarilal Mittal | 1 | 0.00 | 0.00 |
| Gaji Mercantile Private Limited | 0 | 0.00 | 0.00 |



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| | | | |
|---|---|--------------|--------------|
| b) VRs otherwise than by equity shares | - | - | - |
| e) 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 | | | |
| d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | | | |
| e) Total (a+b+c+/-d) | 1,80,84,858 | 40.23 | 40.23 |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | Scheme of Amalgamation as approved by NCLT vide its order dated 29.09.2017 and order copy received on 10.01.2018 and allotment made on 15.01.2018 | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | N.A | | |
| 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. | January 15, 2018 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale | Rs. 4,49,52,2480/- divided into 4,49,52,248 equity shares of Rs. 10/- each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition/ sale | Rs. 4,49,52,2480/- divided into 4,49,52,248 equity shares of Rs. 10/- each | | |
| Total diluted share/voting capital of the TC after the said acquisition/ sale | Rs. 4,49,52,2480/- divided into 4,49,52,248 equity shares of Rs. 10/- each | | |

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 31 of the SEBI (LODR) Regulations, 2015.

(**) 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 Gyanshankar Investment And Trading Co. Private Limited



Signature of the Acquirer / Authorised Signatory



Place: Mumbai

Date: 17.01.2018