

Sandhya Mohan Chandavarkar
7A, Chand Terraces, St. Andrews Road
Opp Holy Family Hospital, Bandra West
Mumbai 400050

Date:- 29.11.2018

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: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with reference to the inter-se transfer of equity shares of FDC Limited (NSE Scrip Code: FDC; BSE Scrip Code: 531599) under regulation 11(5) 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(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to a transfer of equity shares of FDC Limited by Sandhya Mohan Chandavarkar.

Thanking you,

Yours sincerely,


Sandhya Mohan Chandavarkar

Encl: As above

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

1.	Name of the Target Company (TC)	FDC Limited		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p><u>Seller:</u> Sandhya Mohan Chandavarkar</p> <p><u>PAC:</u></p> <ol style="list-style-type: none"> Ameya Ashok Chandavarkar Aditi C Bhanot Mohan Anand Chandavarkar Nandan Mohan Chandavarkar Meera Ramdas Chandavarkar Nomita Ramdas Chandavarkar Leo Advisors Private Limited Virgo Advisors Private Limited Mohan Anand Chandavarkar Trust Sandhya Mohan Chandavarkar Trust <p>(Refer to Note 1 below)</p>		
3.	Whether the acquirer belongs to Promoter / Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)		
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 (**)
6.	<p>Before the acquisition/sale under consideration, holding of:</p> <p>Shares carrying voting rights</p> <ul style="list-style-type: none"> - Leo Advisors Private Limited - Virgo Advisors Private Limited - Ameya Ashok Chandavarkar - Aditi C Bhanot - Mohan Anand Chandavarkar - Sandhya Mohan Chandavarkar - Nandan Mohan Chandavarkar - Meera Ramdas Chandavarkar - Nomita Ramdas Chandavarkar - Mohan Anand Chandavarkar Trust - Sandhya Mohan Chandavarkar Trust - Shares in the Nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) - Voting rights (VR) otherwise than by equity shares - Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) - Total (a+b+c+d) 	<p>1,58,63,730</p> <p>1,05,75,918</p> <p>1,05,40,983</p> <p>11,79,897</p> <p>1,87,01,621</p> <p>1,90,31,473</p> <p>53,54,532</p> <p>3,36,24,370</p> <p>55,87,737</p> <p>-</p> <p>-</p> <p>NIL</p> <p>NIL</p> <p>NIL</p> <p>NIL</p> <p>120,460,261</p>	<p>9.10</p> <p>6.06</p> <p>6.04</p> <p>0.68</p> <p>10.72</p> <p>10.91</p> <p>3.07</p> <p>19.28</p> <p>3.20</p> <p>-</p> <p>-</p> <p>NIL</p> <p>NIL</p> <p>NIL</p> <p>69.07</p>	<p>9.10</p> <p>6.06</p> <p>6.04</p> <p>0.68</p> <p>10.72</p> <p>10.91</p> <p>3.07</p> <p>19.28</p> <p>3.20</p> <p>-</p> <p>-</p> <p>NIL</p> <p>NIL</p> <p>NIL</p> <p>69.07</p>

[Handwritten Signature]

7.	Details of acquisition/sale Shares carrying voting rights acquired/sold - Leo Advisors Private Limited - Virgo Advisors Private Limited - Ameya Ashok Chandavarkar - Aditi C Bhanot - Mohan Anand Chandavarkar - Sandhya Mohan Chandavarkar - Nandan Mohan Chandavarkar - Meera Ramdas Chandavarkar - Nomita Ramdas Chandavarkar - Mohan Anand Chandavarkar Trust - Sandhya Mohan Chandavarkar Trust - VRs acquired otherwise than by equity shares - 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. - Shares in the Nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) - Total (a+b+c+d)	- - - - (1,87,01,621) (1,90,31,473) - - - 1,87,01,621 1,90,31,473 NIL NIL NIL NIL	- - - - (10.72) (10.91) - - - 10.72 10.91 NIL NIL NIL NIL	- - - - (10.72) (10.91) - - - 10.72 10.91 NIL NIL NIL NIL
		(Refer to Note 1 and 2 below)	(Refer to Note 1 and 2 below)	(Refer to Note 1 and 2 below)
8.	After the acquisition/sale, holding of: a) Shares carrying voting rights - Leo Advisors Private Limited - Virgo Advisors Private Limited - Ameya Ashok Chandavarkar - Aditi C Bhanot - Mohan Anand Chandavarkar - Sandhya Mohan Chandavarkar - Nandan Mohan Chandavarkar - Meera Ramdas Chandavarkar - Nomita Ramdas Chandavarkar - Mohan Anand Chandavarkar Trust - Sandhya Mohan Chandavarkar Trust b) Shares in the Nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) Shares pledged with the acquirer. c) VRs otherwise than by equity shares	1,58,63,730 1,05,75,918 1,05,40,983 11,79,897 - - 53,54,532 3,36,24,370 55,87,737 1,87,01,621 1,90,31,473 NIL NIL	9.10 6.06 6.04 0.68 - - 3.07 19.28 3.20 10.72 10.91 NIL NIL	9.10 6.06 6.04 0.68 - - 3.07 19.28 3.20 10.72 10.91 NIL NIL

← S.P. Kamani

	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 e) Total (a+b+c+d)	NIL 120,460,261 (Refer to Note 1 and Note 2 below)	NIL 69.07 (Refer to Note 1 and Note 2 below)	NIL 69.07 (Refer to Note 1 and Note 2 below)
9.	Mode of acquisition/ sale (e.g. open market / off Market/ public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Inter-se transfer between the Promoter Group entities by way of gift in accordance with SEBI Exemption Order No WTM/GM/CFD/51/2018-19 dated August 21, 2018 received under Regulation 11 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.		
10.	Date of acquisition/ sale of shares /VR or date of receipt of intimation of allotment of shares whichever is applicable	28.11.2018		
11.	Equity share capital / total voting capital of the TC before the said acquisition/sale	174,403,084 equity shares of face value Re. 1/- each amounting to Rs. 174,403,084 /-		
12.	Equity share capital/ total voting capital of the TC after the said acquisition/sale	174,403,084 equity shares of face value Re. 1/- each amounting to Rs. 174,403,084 /-		
13.	Total diluted share/voting capital of the TC after the said acquisition/sale	174,403,084 equity shares of face value Re. 1/- each amounting to Rs. 174,403,084 /-		

Note 1:

This disclosure is being made on account of a transfer of 1,90,31,473 equity shares carrying voting rights of the Target Company comprising 10.91% of the total voting share capital of the Target Company by Sandhya Mohan Chandavarkar to Sandhya Mohan Chandavarkar Trust.

In addition to the transfer of equity shares carrying voting rights from Sandhya Mohan Chandavarkar to Sandhya Mohan Chandavarkar Trust, Mohan Anand Chandavarkar is also transferring 10.72% of the voting share capital of the Target Company held by him to Mohan Anand Chandavarkar Trust for which a separate disclosure under Regulation 29(2) 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.

(*) 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.


Sandhya Mohan Chandavarkar
Promoter

Place: Mumbai
Date: 29.11.2018