

December 26, 2018

Mr.Rajesh Parekh, Special Assistant, Listing Compliance, BSE Ltd, Floor 1, P J Towers, Dalal Street, Mumbai – 400 001. Scrip: 517421

Dear Sir,

Sub: Compliance of Regulation 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011.

This has reference to your email dated 21.12.2018 observing the following discrepancies:

1. Format of Disclosure are not as per Regulation 31(1) and 31(2) of SEBI (SAST) Regulations, 2011:

The revised disclosure is enclosed.

2. Reason for encumbrance not given:

In the attached revised format the reason for encumbrance is furnished. We once again repeat the same:

"Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues. Balance shares 34,024 is unencumbered."

Trust we have rectified the discrepancies and request you to treat this as in compliance with Listing Regulations.

Thanking you,

Yours faithfully,
For Butterfly Gandhimathi Appliances Limited
K.S. Ramahushuan
(K.S. Ramakrishnan)
Company Secretary &
General Manager (Legal)

Encl:a/a.

Regd. Office: 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - 603 103, Kancheepuram District.

Phone: +91-44-4741 5500 CIN No.: L28931TN1986PLC012728 E-mail: gmal@butterflyindia.com Web: www.butterflyindia.com

Corporate Office: E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 600 130, Kancheepuram District.

Phone: 044 - 4900 5100, 5154 E-mail: butterflyho@butterflyindia.com

Format for disclosure by the Promoter(s) to the Stock Exchanges and to the Target Company for encumbrance of shares/invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Name of the Target Company (TC) Names of the Stock Exchanges where the shares of the target company are listed Date of Reporting Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked Details of the creation/invocation/release of encumbrance Name of the promoter(s) or PACs with Promoter holding in the TC(1) Promoter holding already encumbered (2) A. Gandhimathi 64500 Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation Date of ereation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of total share capital  O.17				
where the shares of the target company are listed  Date of Reporting  Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked  Details of the creation/invocation/release of encumbrance  Name of the promoter(s) or PACs with  Promoter holding in the TC(1)  Promoter holding already encumbered (2)  Name  A.Gandhimathi  Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation)  Date of ereation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  To detail the target of the promoter of the promoter of PACs with the promoter of PACs with the promoter of the pr	Name of the Target Company (TC)	Butterfly Gandhimathi	Appliances Lin	nited
Company are listed  Date of Reporting  Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked  Details of the creation/invocation/release of encumbrance  Name of the promoter(s) or PACs with  Promoter holding in the TC(1)  Promoter holding already encumbered (2)  A.Gandhimathi 64500 0.36  Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of ereation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	Names of the Stock Exchanges	BSE India Ltd		
Date of Reporting   27.11.2018	where the shares of the target	National Stock Exchar	nge Ltd	
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked  Details of the creation/invocation/release of encumbrance  Name of the promoter(s) or PACs with  Promoter holding in the TC(1)  Promoter holding already encumbered (2)  A.Gandhimathi 64500 0.36  Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of creation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	company are listed			
whose shares encumbrance has been created/released/invoked  Details of the creation/invocation/release of encumbrance  Name of the promoter(s) or PACs with  Promoter holding in the TC(1)  Promoter holding already encumbered (2)  A.Gandhimathi 64500 0.36  Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of ereation/invocation release of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	Date of Reporting	27.11.2018		
Details of the creation/invocation/release of encumbrance	Name of the promoter or PAC on	Mrs.A.GANDHIMATHI	[PAC]	
Details of the creation/invocation/release of encumbrance Name of the promoter(s) or PACs with  Promoter holding in the TC(1)  Promoter holding already encumbered (2)  A.Gandhimathi  Details of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of creation/invocation  Type of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	whose shares encumbrance has			
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Promoter holding in the TC(1)   Promoter holding already encumbered (2)   Name   No. of shares   No. of shar	Name of the promoter(s) or PACs			
Promoter holding already encumbered (2)  A.Gandhimathi A.Gandhimathi Beta for events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of ereation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Pledge of equity shares  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	with	Enclosed as Annexure	el	
encumbered (2)  A.Gandhimathi  A.Gandhimathi  A.Gandhimathi  Betails of events pertaining to encumbrance (3)  Type of event (creation /release/ invocation  Date of creation/invocation release of encumbrance  Type of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  Shares capital  A.Gandhimathi  64500  0.36  Details of events pertaining to encumbrance (3)  Invocation  13.08.2018, 14.08.2018 and 16.08.2018  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	Promoter holding in the TC(1)			
A.Gandhimathi   64500   0.36	Promoter holding already	Name	No. of	% of total share
A.Gandhimathi   64500   0.36	encumbered (2)		shares	capital
Type of event (creation /release/ invocation  Date of creation/invocation release of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares		A.Gandhimathi	64500	0.36
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Date of creation/invocation release of encumbrance  Type of encumbrance (Pledge/ lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares	Town of sound (sounding tools and	lathan		
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lien/non disposal undertaking/ others  Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  30476	release of encumbrance			
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Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  30476		Pledge of equity share	S	
Reasons for encumbrance  Third Party Pledge with Cholamandalam Investment and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  30476	lien/non disposal undertaking/			
and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  30476	others			
and Finance Company Ltd (CIFC). CIFC has invoked 30,476 equity shares towards its outstanding dues.  No. of shares  30476				
30,476 equity shares towards its outstanding dues.  No. of shares 30476	Reasons for encumbrance			
No. of shares 30476				
		30,476 equity shares t	owards its outs	standing dues.
% of total share capital 0.17	No. of shares	30476		
% of total share capital 0.17				
	% of total share capital	0.17		
Name of the entity in whose favour   Cholamandalam Investment and Finance Company	Name of the entity in whose favour	Cholamandalam Inve	stment and Fi	nance Company
shares encumbered Ltd				
Post event holding of encumbered shares [invocation (2)-(3)]	Post event holding of encumbered	shares [invocation (2)-(3	3)]	
No. of shares 34024				
% of total share capital 0.19%	% of total share capital			

## **Signature of the Authorised Signatory**

Place: Navalur

Date: 26.12.2018

FOR BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

Company Secretary & General Manager (Legal)

	Promote	r holding in t	Promoter holding in the Target Company	anv		
Name	Holdin	Holding before	Invocation	tion	Holding after Invocation	Invocation
	Invo	Invocation				
,	No. of	% of share	No. of shares	% of share	No. of	% of share
	shares	capital		capital	shares	capital
V.M.Lakshminarayanan (Promoter)	1000965	5.60	AN.	5.60	1000965	5.60
V.M.Balasubramaniam (Promoter)	570130	3.19	AN	3.19	570130	3.19
V.M.Seshadri (Promoter)	1251673	00'2	NA	7.00	1251673	7.00
V.M.Gangadharam (Promoter)	494083	2.76	AN	2.76	494083	2.76
V.M.Kumaresan (Promoter)	487804	2.73	AN	2.73	487804	2.73
Mrs.V.M.L.Shenbagalakshmi (PAC)	217750	1.22	AN	1.22	217750	1.22
Mrs.V.M.B.Unnamalai (PAC)	217750	1.22	NA	1.22	217750	1.22
Mrs.V.M.S.Karpagam (PAC)	217750	1.22	AN.	1.22	217750	1.22
Mrs.V.M.G.Sivakami (PAC)	217750	1.22	NA	1.22	217750	1.22
Mrs.V.M.K.Mangalam (PAC)	218947	1.22	NA	1.22	218947	1.22
Mr.V.M.L.Karthikeyan (PAC)	82700	0.46	AN	0.46	82700	0.46
Mr.V.M.S.Namasivayam (PAC)	16495	60.0	AN.	0.09	16495	60.0
Mr. Gangadharam Viswanathan (PAC)	16100	60.0	NA	0.08	16100	60.0
Mr.V.M.L.Senthilnathan (PAC)	11055	90.0	NA	90.0	11055	0.06
Mr.V.M.S.Kumaraguru (PAC)	3344	0.05	NA	0.02	3344	0.02
Mrs.A.Gandhimathi (PAC)	64500	0.36	30476	0.17	34024	0.19
Mr.V.M.G.Mayuresan (PAC)	3311	0.02	NA	AN	3311	0.02
LLM Appliances Private Limited (PAC)	3046565	17.04	NA	NA	3046565	17.04
V.M.Chettiar & Sons India LLP (PAC)	3507100	19.62	NA	NA	3507100	19.62
TOTAL	11645772	65.13	30476	0.17	11615296	64.96

For BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

k. S. Ramohimani K. S. Ramohiman

Company Secretary & General Manager (Legal)