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THE WADIA GROUP®

NOWROSJEE WADIA & SONS LIMITED

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Date: 27th February, 2018

The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block, Bandra-Kurla Complex,
Bandra (E).
Mumbai – 400 051

Dear Sir(s),

SUB: DISCLOSURE UNDER REG. 10(6) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.

In terms of Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing herewith disclosure under said regulation, containing details of acquisition of shares by the Company of the Target Company The Bombay Burmah Trading Corporation Ltd., due to Scheme of Arrangement of N.W. Export Ltd. (Transferor Company1) and Sunflower Investments and Textiles Ltd (Transferor Company2) with Nowrosjee Wadia & Sons Ltd. (Transferee Company) as per the statement of holding received by us on 23rd February, 2018 from the Depository Participant.

Please take the same on record.

Yours Faithfully,

For Nowrosjee Wadia & Sons Ltd.

Name: K. D. Nalladaru

Designation: Company Secretary & Finance Controller

Date: 27th February, 2018

Place: Mumbai

Encl: As above.

Cc: The Bombay Burmah Trading Corp. Ltd

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

1.	Name of the Target Company (TC)	The Bombay Burmah Trading Corporation Ltd.	
2.	Name of the acquirer(s)	Nowrosjee Wadia & Sons Ltd. N.W. Exports Ltd. and Sunflower Investments and Textiles Ltd. (since merged with NWS pursuant to Scheme of Arrangement)	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	The shares were transferred pursuant to the Scheme of Arrangement of N.W. Export Ltd. (NWE/ Transferor Company1) and Sunflower Investments and Textiles Ltd (SITL/Transferor Company2) with Nowrosjee Wadia & Sons Ltd. (NWS/Transferee Company), approved by NCLT vide its order dated 22 nd June, 2017, whereby the shares held in the name of N.W. Export Ltd. and Sunflower Investments and Textiles Ltd. were transferred to acquirer post- merger. The shares were credited to the demat account of NWS on 20 th February, 2018 and confirmation received from Depository Participant on 23 rd February, 2018.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1) (d) (iii) of SEBI (SAST) Regulations, 2011.	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No N/A N/A	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	N.W. Export Ltd. ('NWE') and Sunflower Investments and Textiles Ltd ('SITL')	Not Applicable
	b. Date of Acquisition	20 th February, 2018	N/A

	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	NWE: 1,23,17,275 Equity Shares constituting 17.65% of the total paid up capital of the TC. SITL: 83,95,430 Equity Shares constituting 12.03% of the total paid up capital of the TC.	N/A		
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	NWE: 1,23,17,275 Equity Shares constituting 17.65% of the total paid up capital of the TC. SITL: 83,95,430 Equity Shares constituting 12.03% of the total paid up capital of the TC.	N/A		
	e.	Price at which shares are proposed to be acquired / actually acquired	N.A.	N.A.		
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee				
		Nowrosjee Wadia & Sons Ltd.	2640520	3.78%	23353225	33.47%
	b	Each Seller / Transferor				
		1. N.W. Export Ltd. *	12317275	17.65%	0	0.00
		2. Sunflower Investments & Textiles Ltd. *	8395430	12.03%	0	0.00

* 5,00,000 equity shares representing 0.72% of share capital of the Corporation held by N W Exports and 22,67,298 equity shares representing 3.25% of share capital of the Corporation held by Sunflower Investments & Textiles Limited will be transferred in due course to Nowrosjee Wadia & Sons Ltd. The Stock Exchanges will be informed accordingly upon transfer.

For Nowrosjee Wadia & Sons Ltd.



Name: K. D. Nalladaru

Designation: Company Secretary & Finance Controller

Date: 27th February, 2018

Place: Mumbai