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THE WADIA GROUP®

NOWROSJEE WADIA & SONS LIMITED

Registered Address :

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Date: 15th March, 2018

The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 023

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. 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.

This is in continuation with the Disclosure made by us on 27th February 2018 in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are further enclosing herewith disclosure under said regulation, containing details of acquisition of shares by the Company of the Target Company The Bombay Burmah Trading Corp. Ltd due to 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) as per the statement of account received by us on 14th March, 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: 15th March, 2018

Place: Mumbai

Encl: As above.

Cc: The Bombay Burmah Trading Corp. Ltd

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

Name of the Target Company (TC)	The Bombay Burmah Trading Corp. Ltd.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Nowrosjee Wadia & Sons Ltd. ('NWS') N.W. Exports Ltd. And Sunflower Investments and Textiles Ltd. (since merged with NWS pursuant to Scheme of Arrangement)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
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 (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights Nowrosjee Wadia & Sons Ltd	2,05,85,927	29.50%	29.50%
N W Exports Ltd.	500,000	0.72%	0.72%
Sunflower Investments and Textiles Ltd.	22,67,298	3.25%	3.25%
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 T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	2,33,53,225	33.47%	33.47%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold Nowrosjee Wadia & Sons Ltd	2,67,000	0.38%	0.38%
Sunflower Investments and Textiles Ltd	(2,67,000)	0.38%	0.38%
b) VRs acquired otherwise than by 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) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	0	0	0



After the acquisition, holding of :			
a) Shares carrying voting rights			
Nowrosjee Wadia & Sons Ltd	2,08,52,927	29.88%	29.88%
N W Exports Ltd.	500,000	0.72%	0.72%
Sunflower Investments and Textiles Ltd	20,00,298	2.87%	2.87%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by 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) after acquisition	-	-	-
e) Total (a+b+c+d)	2,33,53,225	33.47%	33.47%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer /encumbrance, etc).	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 6128132 equity shares representing 8.78% of share capital of the Corporation held by Sunflower Investments & Textiles Limited and 11817275 equity shares representing 16.94% of share capital of the Corporation held by N.W. Exports Limited were transferred were transferred to acquirer post- merger. Now further 267000 equity shares representing 0.38% of share capital of the Corporation held by Sunflower Investments & Textiles Limited were credited to the demat account of NWS on 13 th March, 2018 and confirmation received from Depository Participant on 14 th March, 2018.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	13 th March, 2018		
Equity share capital / total voting capital of the TC before the said acquisition/sale	6,97,71,900 Equity shares		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	6,97,71,900 Equity shares		
Total diluted share/voting capital of the TC after the said acquisition/sale.	6,97,71,900 Equity shares		

For Nowrosjee Wadia & Sons Ltd.

K. D. Nalladaru



Name: K. D. Nalladaru

Designation: Company Secretary & Finance Controller

Date: 15th March, 2018

Place: Mumbai

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Reg. 31 of Listing Regulations.

(**) 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.