



Ortel Communications Ltd.

www.ortelcom.com

Bringing Convergence to India

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CIN: L74899DL1995PLC069353

Date:-31st March, 2018

To,

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400051
Scrip- ORTEL

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip code-539015

Sub: Disclosure under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations").

Dear Sir/Madam;

This is to inform that, M/s Utkal Manufacturing and Services Ltd. ("**Existing Promoter**"), forming part of Promoter Shareholder has disposed off shares by virtue of transfer to M/s Raila Enterprises Pvt. Ltd. ("**Acquirer**"). The said disposal has resulted in more than 2% of change in holding from the last disclosure made under regulation 29(1) of SEBI (Substantial Acquisition of Share and Takeovers) Regulations, 2011.

Accordingly, we are enclosing herewith disclosure given by M/s Utkal Manufacturing and Services Ltd. and corresponding intimation by Target Company, M/s Ortel Communications Ltd as required under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for your record.

This may kindly be considered as disclosure both by Ortel Communications Ltd (Target Company) and M/s Utkal Manufacturing and Services Ltd. in compliance with the said Regulations.

You are requested to kindly take the above disclosure on record.

Thanking You,
For Ortel Communications Ltd

Bidu Bhusan Dash
Company Secretary and Compliance Officer



Encl: As above

Ortel Communications Limited,
B7/122A, Safdarjung Enclave,
New Delhi-110029

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended ("SAST Regulations")

Sir/ Madam,

Please find enclosed the disclosure under Regulations 29(2) of the SAST Regulations in respect of disposal of 25,80,441 equity shares of Ortel Communications Limited ("Target Company") by Utkal Manufacturing and Services Limited ("Existing Promoter") to Raila Enterprises Private Limited ("Acquirer").

You are requested to kindly take the above disclosure on record.

For Utkal Manufacturing and Services Limited


Name: Chitta Ranjan Ray
Designation: Director

Place: Bhubaneswar
Date: 30/03/2018

Encl.: As above



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

Name of the Target Company (TC)	Ortel Communications Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Raila Enterprises Private Limited Persons Acting in Concert: <ol style="list-style-type: none"> 1. Paramita Mahapatra (As a Trustee of REAV Foundation) 2. Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation) 3. Subhrakant Panda (As a Trustee of Shaisah Foundation) 4. Jagi Mangat Panda 5. Paramita Mahapatra 6. Nivedita Panda 7. Baijayant Panda 8. Subhrakant Panda 9. Odisha Television Limited 10. Orissa Telefilms Private Limited 11. Metro Skynet Limited 12. Panda Investments Private Limited 13. Paramita Realtor Private Limited 14. BP Developers Private Limited 		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, the Acquirer belongs to the Promoter Group as the Acquirer is a wholly owned subsidiary of Utkal Manufacturing and Services Limited ("UMSL"), an existing promoter of the TC		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ol style="list-style-type: none"> 1. BSE Limited 2. 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/ disposal under consideration, holding of:			
a) Shares carrying voting rights	15780450	51.78	NA
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) 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)	-	-	-
e) Total (a+b+c+d) (Please refer to Annexure A)	15780450	51.78	NA



Details of acquisition/ sale			
a) Shares carrying voting rights acquired/ sold	2580441	8.47	NA
b) VRs acquired/ sold 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)	-	-	-
d) Shares encumbered/ invoked/ released by the acquirer	-	-	-
e) Total (a+b+c+d)	2580441	8.47	NA
After the acquisition/ sale, holding of:			
a) Shares carrying voting rights	15780450	51.78	NA
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)	-	-	-
e) Total (a+b+c+d) (Please refer to Annexure B)	15780450	51.78	NA
Mode of acquisition/ sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer/, etc.)	Acquisition by the Acquirer, a promoter group entity of the TC from an existing promoter of the TC, i.e, UMSL		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	28/03/2018		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	INR 30,47,69,000/- consisting of 3,04,76,900 equity shares of the face value of INR 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 30,47,69,000/- consisting of 3,04,76,900 equity shares of the face value of INR 10/- each		
Total diluted share/voting capital of the TC after the said acquisition/ sale	NA		

(*) 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.

For Utkal Manufacturing and Services Limited

Name: Chitta Ranjan Ray

Designation: Director

Place: Bhubaneswar

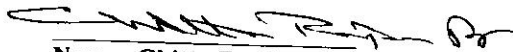
Date: 30/03/2018



Annexure A

S. No.	Name of the Shareholder	Number of equity shares	% w.r.t. total share/ voting capital
1.	Paramita Mahapatra (As a Trustee of REAV Foundation)	24530	0.08
2.	Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation)	24530	0.08
3.	Subhrakant Panda (As a Trustee of Shaisah Foundation)	56818	0.19
4.	Jagi Mangat Panda	310448	1.02
5.	Paramita Mahapatra	40230	0.13
6.	Nivedita Panda	164935	0.54
7.	Baijayant Panda	580042	1.90
8.	Subhrakant Panda	123906	0.41
9.	Odisha Television Limited	2007293	6.59
10.	Utkal Manufacturing and Services Limited	2580441	8.47
11.	Orissa Telefilms Private Limited	94310	0.31
12.	Metro Skynet Limited	4859512	15.94
13.	Panda Investments Private Limited	4636510	15.21
14.	Paramita Realtor Private Limited	98375	0.32
15.	BP Developers Private Limited	178570	0.59
Total		15780450	51.78

For Utkal Manufacturing and Services Limited



Name: Chitta Ranjan Ray

Designation: Director

Place: Bhubaneswar

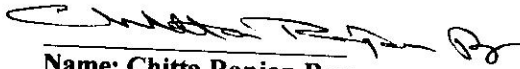
Date: 30/03/2018



Annexure B

S. No.	Name of the Shareholder	Number of equity shares	% w.r.t. total share/ voting capital
1.	Raila Enterprises Private Limited (Acquirer)	2580441	8.47
2.	Paramita Mahapatra (As a Trustee of REAV Foundation)	24530	0.08
3.	Paramita Mahapatra (As a Trustee of ROUMAYNE Foundation)	24530	0.08
4.	Subhrakant Panda (As a Trustee of Shaisah Foundation)	56818	0.19
5.	Jagi Mangat Panda	310448	1.02
6.	Paramita Mahapatra	40230	0.13
7.	Nivedita Panda	164935	0.54
8.	Baijayant Panda	580042	1.90
9.	Subhrakant Panda	123906	0.41
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14.	Paramita Realtor Private Limited	98375	0.32
15.	BP Developers Private Limited	178570	0.59
Total		15780450	51.78

For Utkal Manufacturing and Services Limited



Name: Chitta Ranjan Ray
Designation: Director

Place: Bhubaneswar
Date: 30/03/2018