

SURBHIT DABRIWALA

YAMINI DABRIWALA

16, INDIA EXCHANGE PLACE

KOLKATA 700 001

Dated :- 24.04.2018

To

Department of Corporate Services

The Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 001

Dear Sir,

Scrip Code- 504000

Ref:- Disclosures under Regulation 29(2) in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Form C in relation to SEBI(Prohibition of Insider Trading) Regulations, 2015 Regulation 7(2) .

Please find attached disclosure under above Regulation 29(2) of **SEBI (Substantial Acquisition of Shares and Takeovers) Regulations , 2011 and SEBI(Prohibition of Insider Trading) Regulations, 2015 Regulation 7(2)** in relation to sale of 3000000 equity shares of M/s. Elpro International Limited through open market among Inter Se Promoter (2818943 Equity shares) and (18057 equity shares) in open market to Public.

You are requested to kindly take the same on record

Thanking you

Yours faithfully

For Yamini Dabriwala

Gajanan Dalima

For Surbhit Dabriwala

Gajanan Dalima

Encl:- As Above

C.C to- Company Secretary , Elpro International Limited , 17th Floor, Nirmal Building , Nariman Point , Mumbai 400 021

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

Name of the Target Company (TC)	ELPRO INTERNATIONAL LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Surbhit Dabriwala (Seller) Yamini Dabriwala (Seller) International Conveyors Limited (PAC) R.C.A Limited (PAC) Rajendra Kumar Dabriwala (PAC) I.G.E (India) Private Limited (PAC) (\$)		
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		
Details of the 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	94807218	68.53	68.53
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N/A	N/A	N/A
c) Voting rights (VR) otherwise than by shares	N/A	N/A	N/A
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)	N/A	N/A	N/A
e) Total (a+b+c+d) (#)	94807218	68.53	68.53

 

Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	3000000	2.17	2.17
b) VRs acquired /sold otherwise than by shares	N/A	N/A	N/A
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	N/A	N/A	N/A
d) Shares encumbered / invoked/released by the acquirer	N/A	N/A	N/A
e) Total (a+b+c+/-d)	3000000	2.17	2.17
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	94626161	68.40	68.40
b) Shares encumbered with the acquirer	N/A	N/A	N/A
c) VRs otherwise than by shares	N/A	N/A	N/A
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	N/A	N/A	N/A
e) Total (a+b+c+d) (#)	94626161	68.40	68.40
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	On market transfer inter-se among Promoters		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	20.04.2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	138350310 equity shares of Rs. 1/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	138350310 equity shares of Rs. 1/- each		

Total diluted share/voting capital of the TC after the said acquisition	138350310 equity shares of Rs. 1/- each
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(*) 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.

(\$) As the Sellers and I.G.E (India) Private Limited are all part of the promoter and promoter group of the Target Company, they are deemed to be persons acting in concert with each other as per regulation 2(1)(q)(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2013.

(#) Since the transaction was carried out through the electronic order matching system on the regular trading window (and not by way of a block trade), of the 3000000 equity shares of the Target Company sold by the Sellers, Surbhit Dabriwala and Yamini Dabriwala, only 2818943 equity shares of the Target Company were acquired by I.G.E (India) Private Limited. The shareholding of the Sellers and each of the PACs before and after the transaction are detailed herein below.

Name(s) of the seller and PACs	Whether Promoter/ Promoter group	Holding before the transaction		Holding after the transaction	
		Number	Percentage	Number	Percentage
I.G.E (India) Private Limited (PAC)	Promoter	60521178	43.75	63340121	45.78
International Conveyors Limited (PAC)	Promoter	20189160	14.59	20189160	14.59
R.C.A Limited (PAC)	Promoter	8987160	6.49	8987160	6.49
Rajendra Kumar Dabriwala (PAC)	Promoter	127770	0.09	127770	0.09
Surbhit Dabriwala (SELLER)	Promoter	2400000	1.74%	900000	0.65%
Yamini Dabriwala (SELLER)	Promoter	2581950	1.87%	1081950	0.78%
Total	-	94807218	68.53	94626161	68.40

Girjansud Dabhiwa

For Surbhit Dabriwala

Girjansud Dabhiwa

for Yamini Dabriwala

Place: MUMBAI

Date: 24.04.2018