

# XLO INDIA LIMITED

REGD. OFFICE : DHANWATAY BLDG - WING I, 3RD FLOOR,  
80, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018. (INDIA)  
OFFICE : 2493 7451-2 / 2493 4289 FAX : 91-22-2493 1935 / 2493 4294  
E-MAIL : exloin@vsnl.com

CIN U63000MH1958PLC011042  
website [www.xloindia.com](http://www.xloindia.com)



April 18, 2018

To  
The Manager,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

## Re.: Disclosures under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

With respect to the captioned subject, further to our letter dated April 6, 2018, we now submit herewith the above disclosure regarding purchase/ inter se transfer of 3,90,000 (26.03%) Equity Shares of Hindustan Hardy Spicer Ltd. ("the Company") from SPICER GELENKWELLENBAU GMBH (a constituent of the Promoters/ promoter Group) of the Company by way of inter-se transfer of equity shares amongst the Promoters under Regulation 10(1)(a)(ii) of SEBI Takeover Regulations.

The above transfer is by way of inter-se transfer and was executed on April 17, 2018 by way of off market transaction.

Please find enclosed herewith disclosures in the prescribed format in terms of Regulation 10(6) of SEBI (SAST) Regulations, 2011 for your information and record.

Request you to please take the same on record and acknowledge.

Thanking You,

Yours faithfully,

For, XLO INDIA LTD

A handwritten signature in black ink, appearing to be 'S. Suman', written over a horizontal line.

Authorised Signatory

Encl.: as above

C.C  
The Compliance Officer,  
Hindustan Hardy Spicer Limited

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**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**

1.	<b>Name of the Target Company (TC)</b>	Hindustan Hardy Spicer Limited	
2.	<b>Name of the acquirer(s)</b>	XLO INDIA LTD	
3.	<b>Name of the stock exchange where shares of the TC are listed</b>	BSE Limited	
4.	<b>Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.</b>	Inter se transfer of Equity Shares amongst Promoters for exit of co-promoter, by way of off market trade	
5.	<b>Relevant regulation under which the acquirer is exempted from making open offer.</b>	10(1)(a)(ii) of the SEBI (SAST) Regulations, 2011	
6.	<b>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.</b>	Yes the Disclosure was required to be made under Regulation 10(5)  The said Disclosure under Regulation 10(5) was made within the timeline specified under the Takeover Regulations  April 6, 2018	
7.	<b>Details of acquisition</b>	<b>Disclosures made / required to be made under regulation 10(5)</b>	<b>Actual</b>
	a. <b>Name of the transferor / seller</b>	SPICER GELENKWELLENBAU GMBH	SPICER GELENKWELLENBAU GMBH
	b. <b>Date of acquisition</b>	April 17 to April 18 , 2018	April 17, 2018
	c. <b>Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above</b>	3,90,000 Equity Shares of Rs. 10/- each through off market trade	3,90,000 Equity Shares of Rs. 10/- each through off market trade
	d. <b>Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC</b>	26.03%	26.03%
	e. <b>Price at which shares are proposed to be acquired actually acquired</b>	Rs 25 per share	Rs 25 per share

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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
	<b>Each Acquirer / Transferee(*)</b> <b>XLO INDIA LIMITED</b>	5,99,993	40.04	9,89,993	66.07
	<b>Each Seller / Transferor</b> SPICER GELENKWELLENBAU GMBH	3,90,000	26.03	Nil	-

## Notes:

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For, XLO INDIA LTD

Authorised Signatory / Director

Date: April 18, 2018

Place: Mumbai

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