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THE WADIA GROUP[®]

NOWROSJEE WADIA & SONS LIMITED

Registered Address :

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Date: 6th July, 2018

To,
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 Sirs,

Sub. : Disclosure under Regulation 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Pursuant to the order dated 22nd June, 2017 of Hon'ble National Company Law Tribunal, Bench Mumbai, the Company Sunflower Investments and Textiles Ltd has been merged into Nowrosjee Wadia & Sons Ltd (Transferee Company) with effect from 2nd August, 2017.

As required in terms of Regulation 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, on behalf of Sunflower Investments and Textiles Ltd (Sunflower), the Company being a promoter of the Bombay Burmah Trading Corporation Limited is enclosing the disclosure in the prescribed format containing details of release of the pledged shares by IDBI Bank Ltd.

Other details of the Promoters have been taken from the Target Company / BSE Website.

Please take the same on record.

For Nowrosjee Wadia & Sons Limited

K.D. Nalladaru
Company Secretary & Financial Controller



Encl.: As above.

CC:The Bombay Burmah Trading Corporation Limited
9, Wallace Street,
Fort, Mumbai – 400 001

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/release of encumbrance, in terms of Regulation 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)		The Bombay Burmah Trading Corporation Limited BSE Ltd.											
Names of the stock exchanges where the shares of the target company are listed		National Stock Exchange of India Limited											
Date of reporting		06-Jul-18											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		Sunflower Investments and Textiles Limited*											
Details of the creation of encumbrance:													
Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)			Details of events pertaining to encumbrance (3)				Post event holding of encumbered shares [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]			
	Number \$	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of total share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital
NUSLI NEVILLE WADIA	6846505	9.81	0	0.00								0	0.00
MAUREEN NUSLI WADIA	8500	0.01	0	0.00								0	0.00
NESS NUSLI WADIA	5000	0.01	0	0.00								0	0.00
JEHANGIR NUSLI WADIA	3500	0.01	0	0.00								0	0.00
THE BOMBAY DYEING AND MANUFACTURING COMPANY LTD	7538600	10.80	0	0.00								0	0.00
WADIA INVESTMENTS LIMITED	2472500	3.54	0	0.00								0	0.00
NOWROSJEE WADIA AND SONS LIMITED	20852927	29.89	825000	1.18								825000	1.18
N W EXPORTS LIMITED	500000	0.72	0	0.00								0	0.00
NAPEROL INVESTMENTS LIMITED	4208400	6.03	0	0.00								0	0.00
NESSVILLE TRADING PVT LTD	17500	0.03	0	0.00								0	0.00
VARNILAM INVESTMENTS & TRADING COMPANY LIMITED	34500	0.05	0	0.00								0	0.00

Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]	
	Number \$	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of total share capital	Name of the entity in whose favor shares encumbered***	Number	% of total share capital
NATIONAL PEROXIDE LIMITED	1252200	1.80	0	0.00							0	0.00	
SUNFLOWER INVESTMENTS AND TEXTILES PRIVATE LIMITED	2000298	2.87	445298	0.64	Release	5-Jul-18	Pledge	Due to Scheme of Arrangement##	225000	0.32	IDBI Bank Ltd.	220298	0.32
GO INVESTMENTS AND TRADING PRIVATE LIMITED	112625	0.16	0	0.00							0	0.00	
N N WADIA ADMIN OF ESTATE OF LT EF DINSHAW	132690	0.19	0	0.00							0	0.00	
Total	45985745	65.91	1270298	1.82					225000	0.32	0	1045298	1.50

\$ - Number of shares held on 31st March, 2018

- The Hon'ble National Company Law Tribunal, Bench at Mumbai vide its order dated 22nd June, 2017, approved the Scheme of Arrangement involving merger of N.W. Export Ltd. (Transferor Company1) and Sunflower Investments and Textiles Ltd (Transferor Company2) with Nowrosjee Wadia & Sons Ltd.(Transferee Company), with effect from 2nd August, 2017. In lieu of the pledge earlier created by Sunflower Investments & Textile Ltd with IDBI Bank Ltd, The Company-Nowrosjee Wadia & Sons Ltd has created the pledge in favour of IDBI Bank Ltd and disclosure of the same has given to the stock exchange on 29/12/2017. Hence pledge released.

For Nowrosjee Wadia & Sons Limited

K.D. Nalladaru

Name: K.D. Nalladaru
Designation: Company Secretary & Financial Controller
Place : Mumbai

Date : July 6, 2018

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

