

WILMAR SUGAR HOLDINGS PTE. LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No.: 200513041E)
56 Neil Road, Singapore 088830

Date: 28 June 2018

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

National Stock Exchange of India Ltd.

Exchange Plaza
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Copy to:

Shree Renuka Sugars Limited

BC 105, Havelock Road,
Camp, Belgaum – 590001
Karnataka

Sub: Disclosure pursuant to Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to acquisition of equity shares of Shree Renuka Sugars Limited

Pursuant to the disclosure required to be made under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of acquisition of equity shares of Shree Renuka Sugars Limited.

For and on behalf of

Wilmar Sugar Holdings Pte. Ltd.



Teo La-Mei
Director

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Shree Renuka Sugars Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Wilmar Sugar Holdings Pte. Ltd. (Acquirer) Wilmar International 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 National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**) ¹
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	739,336,351 equity shares	38.57%	33.92%
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 TC (specify holding in each category)	-	-	-

¹ 42,808,858 (Forty two million eight hundred eight thousand eight hundred fifty eight), 0.01% (Zero point zero one per cent) optionally convertible preference shares of face value INR 100 each (OCPS) have been allotted to lenders of the TC in connection with a debt restructuring package entered into among the TC and its lenders. Under the terms of the shareholders' resolution passed in the extraordinary general meeting of the TC held on 24 February 2018 for the issue of the OCPS (EGM), the 'relevant date' for the purpose of determination of conversion price for the conversion of OCPS into equity shares of the TC (Shares) is the date which would fall 30 (thirty) days prior to the date on which the holders of the OCPS avail the option to convert the OCPS into Shares. At present, the holders of the OCPS have not exercised their option to convert the OCPS into Shares. Hence, for the purposes of computing the total diluted share/voting capital of the TC above, the 'relevant date' has been assumed to be 25 January 2018 which is the date 30 (thirty) days prior to the date of the aforesaid EGM. Accordingly, the conversion price for the OCPS has been computed as INR 16.28 in accordance with Regulation 76(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time.

e) Total (a+b+c+d)	739,336,351 equity shares	38.57%	33.92%
Details of acquisition			
a) Shares carrying voting rights acquired	378,868,400 equity shares	19.77%	17.38%
b) VRs acquired otherwise than by equity 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	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	378,868,400 equity shares	19.77%	17.38%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	1,118,204,751 equity shares	58.34%	51.30%
b) VRs otherwise than by equity 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) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	1,118,204,751 equity shares	58.34%	51.30%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open offer pursuant to Regulations 3(2) and 4 of the SEBI (Substantial Acquisition of Securities and Takeover) Regulations, 2011		

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	<ul style="list-style-type: none"> Equity shares of the Target Company having a face value of INR 1 each (Indian Rupee One) each, acquired by the Acquirer by way of an open offer pursuant to Regulations 3(2) and 4 of the SEBI (Substantial Acquisition of Securities and Takeover) Regulations, 2011. The equity shares carry voting rights and are freely transferable.
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	26 June 2018
Equity share capital / total voting capital of the TC before the said acquisition	INR 1,916,819,292, consisting of 1,916,819,292 equity shares of INR 1 (Indian Rupee One) each
Equity share capital/ total voting capital of the TC after the said acquisition (*)	INR 1,916,819,292, consisting of 1,916,819,292 equity shares of INR 1 (Indian Rupee One) each
Total diluted share/voting capital of the TC after the said acquisition (**)	INR 2,179,772,966, consisting of 2,179,772,966 equity shares of INR 1 (Indian Rupee One) each

(*) 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 and on behalf of

Wilmar Sugar Holdings Pte. Ltd.



Teo La-Mei
Director

Place: Singapore

Date: 28 June 2018