



Accelerating Business

AGC Networks Limited
Equinox Business Park
Tower 1, Off BKC
LBS Marg, Kurla (West)
Mumbai 400 070
T - +91 22 6661 7300
www.agcnetworks.com

AGC/SD/SE/2019/10

January 10, 2019

To,

Corporate Relationship Department Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	Corporate Relationship Department National Stock Exchange Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai 400051
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Subject: Disclosure of Inter-se Transfer of Shares amongst the Promoters/Promoters Group in accordance with Regulation 10 (6) of SEBI (SAST) Regulation, 2011.

Ref.: Scrip code BSE: 500463/NSE: AGCNET

Dear Sir/Madam,

This is to inform you that we have received a disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 ("SAST Regulation") from Bhagwat Metallica Limited in respect of inter-se transfer of shares of the Company between Essar Telecom Limited and Bhagwat Metallica Limited (forming part of the Promoters group) on January 9, 2019.

This being an Inter-se transfer of shares amongst Promoter/Promoter Group, the same falls within the exemption under Regulation 10 (1)(a)(iii) provided under SAST Regulation. Further, the aggregate holding of the Promoter and Promoter Group before and after the above inter-se transaction remains the same (details individually enclosed).

In this connection necessary disclosure under Regulation 10 (6) of SAST Regulation for the above said acquisition in prescribed format, as submitted by the Acquirer is enclosed herewith for your kind information and records.

Thanking you,

Yours Faithfully,

For **AGC Networks Limited**

Aditya Goswami

Company Secretary & Compliance Officer

Registered Office: Equinox Business Park, Tower 1, Off BKC, LBS Marg, Kurla (West), T +91 22 6661 7300 F +91 22 6704 5888
Mumbai - 400 070, Maharashtra, India
CIN: L32200MH1986PLC040652

An **ESSAR** Enterprise

BHAGWAT METALLICS LIMITED

(formerly known as Essar Metallics Limited)

CIN: U27310GJ2015FLC082653

Corporate off: Essar House, 11 K K Marg, Mahalaxmi, Mumbai – 400 034.

Email id: holdingcosec@essar.com

Contact No: 022 66601100

January 9, 2019

The Bombay Stock Exchange Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers	Exchange Plaza, Block G,
Dalal Street	C1, Bandra Kurla Complex,
Mumbai – 400 001	Bandra (East), Mumbai – 400051
Security Code: 500463	Symbol: AGCNET

Sub: Intimation to Stock Exchanges in respect of acquisition under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

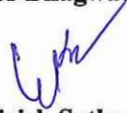
Dear Sir/Madam,

In compliance with Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we would like to inform you that Bhagwat Metallics Limited (formerly known as Essar Metallics Limited), the Acquirer, being a part of Promoter Group of AGC Networks Limited (hereinafter referred to as "ANL") has acquired 53,00,000 Equity Shares of the face value Rs.10/- each of ANL from Essar Telecom Limited, Mauritius, Promoter of ANL, by way of inter se transfer within promoter group, on the terms and conditions as mutually agreed.

Kindly take the same on your records and acknowledge the receipt of the same.

Thanking you,

For Bhagwat Metallics Limited


Girish Sathe
Director
DIN: 00022998



CC:

AGC Networks Limited

Equinox Business Park (Peninsula Techno Park),
Off Bandra-Kurla Complex, LBS Marg,
Kurla (West), Mumbai - 400070

Registered off: Essar House, 27 Km, Surat Hazira Road, Hazira, Surat - 394270

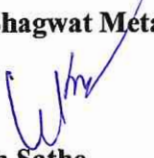
Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	AGC Networks Limited	
2.	Name of the acquirer(s)	Bhagwat Metallics Limited (“Acquirer”) (formerly known as Essar Metallics Limited)	
3.	Name of the stock exchange where shares of the TC are listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer amongst promoter group	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii)	
6.	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.	Yes December 28, 2018	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	Essar Telecom Limited, Mauritius	Yes
	b. Date of acquisition	January 4, 2019	Yes
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	53,00,000	Yes
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	17.82%	Yes
	e. Price at which shares are proposed to be acquired / actually acquired	Rs. 70/- per equity share	Yes



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
	a	Each Acquirer / Transferee(*) Bhagwat Metalics Limited (Acquirer)	NIL	NIL	53,00,000	17.82%
	b	Each Seller / Transferor Essar Telecom Limited	1,91,84,143	64.51	1,38,84,143	46.69

For Bhagwat Metalics Limited


Girish Sathe
Director
DIN: 00022998



Place: Mumbai
Date: January 9, 2019

Note:

- (*) 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.