

# BABASAHEB KALYANI FAMILY TRUST

Regd. Office 221/ ABCD Kalyani Nagar Pune-411006

Phone No: 020: 26725000/26725164

Date

29 SEP 2020

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400001  
Scrip Code - 505010  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

The Secretary  
National Stock Exchange of India Limited  
Exchange Plaza, 3<sup>rd</sup> Floor  
Plot No.3-1 "G" Block, I.F.B. Centre,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai - 400 051  
Symbol - AUTOAXLES  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

The Compliance Officer  
AUTOMOTIVE AXLES LIMITED  
Hootagalli Industrial Area,  
Off Hunsur Road, Mysuru, Karnataka - 570018  
E-mail: [sec@autoaxle.com](mailto:sec@autoaxle.com)

## BY E-MAIL

Dear Sirs,

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")**

This is to inform you that Babasaheb Kalyani Family Trust ("Acquirer") has indirectly acquired 35.52% equity shares of Automotive Axles Limited ("TC") pursuant to SEBI Exemption Order dated 2 September 2020 (bearing reference no. WTM/GM/CFD/DCR1/27/2020-21) in the following manner:

- Contribution of: (i) 89.85 % shareholding in Hibiscus Investment and Finance Pvt. Ltd., (ii) 90.05 % shareholding in Peach Blossom Investment Pvt. Ltd., (iii) 90.05 % shareholding in Rosario Investment Pvt. Ltd., and (iv) 90.05 % shareholding in Yokoha Investment Pvt. Ltd. (collectively "Promoter Controlling Companies"), by Babasaheb N. Kalyani to the Acquirer.
- Such Promoter Controlling Companies collectively and indirectly hold 35.52% shareholding in the TC.

Please note that there has been no change in the aggregate promoter / promoter group shareholding of the TC due to the above contribution of shares.

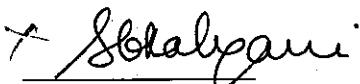
Accordingly, please find enclosed a disclosure under Regulation 29(1) of the Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours faithfully

For Babasaheb Kalyani Family Trust



Name: Sunita Babasaheb Kalyani  
Designation: Managing Trustee  
Encl: As above

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

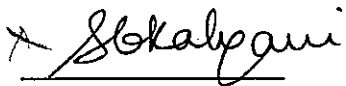
**Part A – Details of the Acquisition**

|                                                                                                                                                                              |                                                                                                                                                                                                                                                                                 |                                                              |                                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|--------------------------------------------------------------|
| Name of the Target Company ("TC")                                                                                                                                            | Automotive Axles Limited                                                                                                                                                                                                                                                        |                                                              |                                                              |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                | <b>Acquirer – Babasaheb Kalyani Family Trust</b><br><b>PAC – Please see Annexure 1</b>                                                                                                                                                                                          |                                                              |                                                              |
| Whether the acquirer belongs to Promoter / Promoter group                                                                                                                    | Yes                                                                                                                                                                                                                                                                             |                                                              |                                                              |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                           | <ul style="list-style-type: none"> <li>The National Stock Exchange of India Limited</li> <li>BSE Limited</li> </ul>                                                                                                                                                             |                                                              |                                                              |
| 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 (**) |
| <b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>                                                                                   |                                                                                                                                                                                                                                                                                 |                                                              |                                                              |
| a) Shares carrying voting rights                                                                                                                                             | Please refer to Annexure 2                                                                                                                                                                                                                                                      |                                                              |                                                              |
| b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)                                                                                   | NA                                                                                                                                                                                                                                                                              | NA                                                           | NA                                                           |
| c) Voting rights (VR) otherwise than by equity shares                                                                                                                        | NA                                                                                                                                                                                                                                                                              | NA                                                           | NA                                                           |
| 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) | NA                                                                                                                                                                                                                                                                              | NA                                                           | NA                                                           |
| e) Total (a+b+c+d)                                                                                                                                                           | Please refer to Annexure 2                                                                                                                                                                                                                                                      |                                                              |                                                              |
| <b>Details of acquisition</b>                                                                                                                                                |                                                                                                                                                                                                                                                                                 |                                                              |                                                              |
| a) Shares carrying voting rights acquired                                                                                                                                    | <p>The Acquirer has indirectly acquired shares of the TC pursuant to SEBI Exemption Order dated 2 September 2020 (bearing reference no. WTM/GM/CFD/DCR1/27/2020-21) in the following manner:</p> <p>a. Contribution of: (i) 89.85 % shareholding in Hibiscus Investment and</p> |                                                              |                                                              |

|                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |    |    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|----|
|                                                                                                                                                                                                | <p>Finance Pvt. Ltd., (ii) 90.05 % shareholding in Peach Blossom Investment Pvt. Ltd.; (iii) 90.05 % shareholding in Rosario Investment Pvt. Ltd., and (iv) 90.05 % shareholding in Yokoha Investment Pvt. Ltd. (collectively "<b>Promoter Controlling Companies</b>"), by Babasaheb N. Kalyani to the Acquirer.</p> <p>b. Such Promoter Controlling Companies collectively and indirectly hold 35.52% shareholding in the TC.</p> <p>c. There has been no change in the aggregate promoter / promoter group shareholding of the TC due to the above contribution of shares.</p> <p><b>Please refer to Annexure 2 for details.</b></p> |    |    |
| b) VRs acquired otherwise than by equity shares                                                                                                                                                | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| 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          | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)                                                                                                     | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| e) Total (a+b+c+/-d)                                                                                                                                                                           | <b>Please refer to Annexure 2 for details.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |    |    |
| <b>After the acquisition, holding of acquirer along with PACs of:</b>                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |    |    |
| a) Shares carrying voting rights                                                                                                                                                               | <b>Please refer to Annexure 2 for details.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |    |    |
| b) VRs otherwise than by equity shares                                                                                                                                                         | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| 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 | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)                                                                                                     | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | NA | NA |
| e) Total (a+b+c+d)                                                                                                                                                                             | <b>Please refer to Annexure 2 for details.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |    |    |

|                                                                                                                                                                                                       |                                                                                                                                                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se Transfer/encumbrance, etc.)                                                                   | Indirect acquisition of shares of the TC pursuant to SEBI Exemption Order dated 2 September 2020 (bearing reference no. WTM/GM/CFD/DCR1/27/2020-21) |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.                                                               | Not Applicable                                                                                                                                      |
| 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. | 29 SEP 2020                                                                                                                                         |
| Equity share capital / total voting capital of the TC before the said acquisition                                                                                                                     | INR 151.11 million (15,111,975 shares of INR 10 each)                                                                                               |
| Equity share capital / total voting capital of the TC after the said acquisition                                                                                                                      | INR 151.11 million (15,111,975 shares of INR 10 each)                                                                                               |
| Total diluted share / voting capital of the TC after the said acquisition                                                                                                                             | INR 151.11 million (15,111,975 shares of INR 10 each)                                                                                               |

For Babasaheb Kalyani Family Trust



Name: Sunita B. Kalyani  
Designation: Managing Trustee

Place : Pune

Date : 29 SEP 2020

**Note:**

(\*) Total share capital / voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

## **Annexure-1**

### **Persons Acting in Concert with the Acquirer:**

1. Bf Investment Limited

## Annexure-2

Babasaheb N. Kalyani directly held: (i) 89.85 % shareholding in Hibiscus Investment and Finance Pvt. Ltd., (ii) 90.05 % shareholding in Peach Blossom Investment Pvt. Ltd., (iii) 90.05 % shareholding in Rosario Investment Pvt. Ltd., and (iv) 90.05 % shareholding in Yokoha Investment Pvt. Ltd. (collectively "**Promoter Controlling Companies**"). Such Promoter Controlling Companies collectively and indirectly held 35.52% shareholding in the TC.

Pursuant to SEBI Exemption Order dated 2 September 2020 (bearing reference no. WTM/GM/CFD/DCR1/27/2020-21), Babasaheb N. Kalyani has contributed his entire direct shareholding in the Promoter Controlling Companies to the Acquirer. Consequently, the Acquirer now indirectly holds 35.52% shareholding in the TC.

The shareholding pattern of (i) Hibiscus Investment and Finance Pvt. Ltd., (ii) Peach Blossom Investment Pvt. Ltd., (iii) Rosario Investment Pvt. Ltd., (iv) Yokoha Investment Pvt. Ltd. (collectively, "**Promoter Controlling Companies**"), pre & post-acquisition of equity shares by Babasaheb Kalyani Family Trust: -

| S No                                             | Pre- acquisition               |               |                | Change        |                | Post- acquisition |                |
|--------------------------------------------------|--------------------------------|---------------|----------------|---------------|----------------|-------------------|----------------|
|                                                  | Shareholders                   | No. of shares | % shareholding | No. of shares | % shareholding | No. of shares     | % shareholding |
| <b>Hibiscus Investment and Finance Pvt. Ltd.</b> |                                |               |                |               |                |                   |                |
| 1                                                | Babasaheb N. Kalyani           | 1999          | 89.85%         | (1999)        | (89.85%)       | -                 | -              |
| 2                                                | Other Group Companies          | 226           | 10.15%         | -             | -              | 226               | 10.15%         |
| 3                                                | Babasaheb Kalyani Family Trust | -             | -              | 1999          | 89.85%         | 1999              | 89.85%         |
| <b>Total</b>                                     |                                | <b>2225</b>   | <b>100%</b>    | <b>0</b>      | <b>0%</b>      | <b>2225</b>       | <b>100%</b>    |
| <b>Peach Blossom Investment Pvt. Ltd.</b>        |                                |               |                |               |                |                   |                |
| 1                                                | Babasaheb N. Kalyani           | 199           | 90.05%         | (199)         | (90.05%)       | -                 | -              |
| 2                                                | Other Group Companies          | 22            | 9.95%          | -             | -              | 22                | 9.95%          |
| 3                                                | Babasaheb Kalyani Family Trust | -             | -              | 199           | 90.05%         | 199               | 90.05%         |
| <b>Total</b>                                     |                                | <b>221</b>    | <b>100%</b>    | <b>0</b>      | <b>0%</b>      | <b>221</b>        | <b>100%</b>    |
| <b>Rosario Investment Pvt. Ltd.</b>              |                                |               |                |               |                |                   |                |
| 1                                                | Babasaheb N. Kalyani           | 199           | 90.05%         | (199)         | (90.05%)       | -                 | -              |
| 2                                                | Other Group Companies          | 22            | 9.95%          | -             | -              | 22                | 9.95%          |
| 3                                                | Babasaheb Kalyani Family Trust | -             | -              | 199           | 90.05%         | 199               | 90.05%         |
| <b>Total</b>                                     |                                | <b>221</b>    | <b>100%</b>    | <b>0</b>      | <b>0%</b>      | <b>221</b>        | <b>100%</b>    |

| S<br>No                            | Pre- acquisition               |                  |                   | Change           |                   | Post- acquisition |                   |
|------------------------------------|--------------------------------|------------------|-------------------|------------------|-------------------|-------------------|-------------------|
|                                    | Shareholders                   | No. of<br>shares | %<br>shareholding | No. of<br>shares | %<br>shareholding | No. of<br>shares  | %<br>shareholding |
| <b>Yokoha Investment Pvt. Ltd.</b> |                                |                  |                   |                  |                   |                   |                   |
| 1                                  | Babasaheb N. Kalyani           | 199              | 90.05%            | (199)            | (90.05%)          | -                 | -                 |
| 2                                  | Other Group Companies          | 22               | 9.95%             | -                | -                 | 22                | 9.95%             |
| 3                                  | Babasaheb Kalyani Family Trust | -                | -                 | 199              | 90.05%            | 199               | 90.05%            |
| <b>Total</b>                       |                                | <b>221</b>       | <b>100%</b>       | <b>0</b>         | <b>0%</b>         | <b>221</b>        | <b>100%</b>       |

Note: The above Promoter Controlling Companies collectively and indirectly hold 35.52% shareholding in Automotive Axles.

**The shareholding pattern Automotive Axles Limited, pre & post-transfer of equity shares: -**

| S<br>N<br>o  | Shareholders              | Pre- Acquisition  |                   | Change           |                   | Post - Acquisition |                       |
|--------------|---------------------------|-------------------|-------------------|------------------|-------------------|--------------------|-----------------------|
|              |                           | No of<br>shares   | %<br>Shareholding | No. of<br>shares | %<br>shareholding | No of<br>shares    | %<br>Sharehold<br>ing |
| 1            | Promoter / Promoter Group | 10,735,081        | 71.04%            | 0                | 0%                | 10,735,081         | 71.04%                |
| 2            | Public                    | 4,376,894         | 28.96%            | 0                | 0%                | 4,376,894          | 28.96%                |
| <b>Total</b> |                           | <b>15,111,975</b> | <b>100%</b>       | <b>0</b>         | <b>0%</b>         | <b>15,111,975</b>  | <b>100%</b>           |

Note: There has been no change in the aggregate promoter / promoter group shareholding of Automotive Axles Limited due to the above contribution / transfer of shares to Babasaheb Kalyani Family Trust.