SBICAP Trustee Company Ltd.

Ref: 869 /STCL/LEGAL/LPS/ST/2014-15 April 21, 2014

To
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Dear Sir,

Ref: Bharati Shipyard Limited

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

Please find attached the Disclosures which are required to be made under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take note of the same on your records.

Yours faithfully,
For SBICAP Trustee Company Limited

Authorized Signatory

SBICAP Trustee Company Ltd.

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)	Bharati Shipyard Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	SBICAP Trustee Company Limited		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange and National Stock Exchange		
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 (**)
Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights 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) e) Total (a+b+c+d)	1,43,26,795	28.48%	15.48% #
Details of acquisition a) Shares carrying voting rights acquired 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)	d) 67,64,576 e) 67,64,576	d) 13.45% e) 13.45%	d) 7.31% # e) 7.31% #
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights 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)	d) 2,10,91,371 e) 2,10,91,371	d) 41.93% e) 41.93%	d) 22.79% # e) 22.79% #
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Pursuant to a pledge of the aforesaid shares of Bharati Shipyard Limited created by: 1) Harsha Infrastructure Private Limited; 2) Bharati Maritime Services Private Limited; 3) Bharati Infratech Projects Private Limited. in favour of SBICAP Trustee Company Limited.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The aforesaid shares have been pledged in favour of SBICAP Trustee Company Limited pursuant to Unattested Share Pledge Agreement dated 31st March, 2014 by Harsha Infrastructure Private Limited, Bharati Maritime Services Private Limited and Bharati Infratech Projects Private Limited.		
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.	04/04/2014 There is no direct acquisition of shares. This form is filed pursuant to creation of pledge over the aforesaid shares of Bharati Shipyard Limited vide Unattested Share Pledge Agreement dated 31st March, 2014 by Harsha Infrastructure Private Limited, Bharati Maritime Services Private Limited and Bharati Infratech Projects Private Limited in favour of SBICAP Trustee Company Limited.		
Equity share capital / total voting capital of the TC before the said acquisition	50298942 equity shares of Rs. 10/- each aggregating Rs. 502989420/-		
Equity share capital/ total voting capital of the TC after the said acquisition	50298942 equity shares of Rs. 10/- each aggregating Rs. 502989420/-		

Total diluted share/voting capital of the TC after the said acquisition	90613939 equity shares of Rs. 10/- each aggregating Rs. 906139390/- #

Signature of the acquirer / Authorised Signatory

For SBICAP Trustee Company Limited

Authorized Signatory

Place: Mumbai
Date: 21/04/2014

Note:

(*) 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

After conversion of 26926175 CCD and warrants of 25235424 the share holding of the company will be 90613939 (Total share capital of the company is thus 906139390/-). Therefore this percentage has been calculated assuming full conversion.

Signature of the acquirer / Authorised Signatory

For SBICAP Trustee Company Limited

Authorized Signatory

Place: Mumbai
Date: 21/04/2014

Note:

(*) 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.

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

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Part-A- Details of the Acquisition

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Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange and National Stock Exchange		
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 (**)
Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights 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) e) Total (a+b+c+d)	2,10,91,371	41.93%	23.27% #
Details of acquisition a) Shares carrying voting rights acquired 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)	d)1,18,46,602 e) 1,18,46,602	d) 23.55% e) 23.55%	d) 13.07% # e)13.07% #
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights 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)	d) 3,29,37,973 e) 3,29,37,973	d) 65.48% e) 65.48%	d) 36.35% # e) 36.35% #
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Pursuant to a pledge of the aforesaid shares of Bharati Shipyard Limited created by: 1) Harsha Infrastructure Private Limited; 2) Bharati Maritime Services Private Limited; 3) Bharati Infratech Projects Private Limited. in favour of SBICAP Trustee Company Limited.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The aforesaid shares have been pledged in favour of SBICAP Trustee Company Limited pursuant to Unattested Share Pledge Agreement dated 31st March, 2014 by Harsha Infrastructure Private Limited, Bharati Maritime Services Private Limited and Bharati Infratech Projects Private Limited.		
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.	21/04/2014 There is no direct acquisition of shares. This form is filed pursuant to creation of pledge over the aforesaid shares of Bharati Shipyard Limited vide Unattested Share Pledge Agreement dated 31st March, 2014 by Harsha Infrastructure Private Limited, Bharati Maritime Services Private Limited and Bharati Infratech Projects Private Limited in favour of SBICAP Trustee Company Limited.		
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