

BANDHAN FINANCIAL HOLDINGS LIMITED

U67190WB2014PLC204317

Ref No.: BFHL/01/08/2020-21

August 03, 2020

Company Secretary
Bandhan Bank Limited
Floors 12 to 14,
Adventz Infinity@5
BN5, Sector V,
Salt Lake City
Kolkata 700 091

BSE Limited
Dept of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001
BSE Scrip Code: 541153

National Stock Exchange of India Limited
The Listing Department
Exchange Plaza,
Bandra Kurla Complex,
Mumbai – 400051
NSE Symbol: BANDHANBNK

Dear Sir/ Madam,

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

Pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, we hereby submit disclosure in the prescribed format with regard to change in shareholding of Bandhan Financial Holdings Limited (**'NOFHC'**), Promoter of Bandhan Bank Limited (the **'Bank'**) in the paid-up equity share capital of the Bank.

The change in shareholding being reported is pursuant to sale of excess shareholding of 20.95 per cent i.e. 33,73,67,189 equity shares of Rs. 10/- (Rupees Ten only) each fully paid-up in the Bank held by the NOFHC, to comply with the Guidelines for Licensing of New Banks in the Private Sector (the **'Guidelines'**), dated February 22, 2013 issued by the Reserve Bank of India. Consequent to the above transaction, the shareholding of NOFHC in the Bank has been reduced to 40 per cent of the total paid-up equity share capital of the Bank which is in compliance with the aforesaid Guidelines.

You are requested to take note of the above.

Thanking you,

Yours sincerely,
for **Bandhan Financial Holdings Limited**


Abhinay Kumar Shaw
Company Secretary



Encl.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Bandhan Bank Limited		
Name(s) of the Seller and Persons Acting in Concert (PAC) with the acquirer	Bandhan Financial Holdings Limited		
Whether the acquirer belongs to Promoter /Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited (ii) National Stock Exchange of India Limited		
Details of the acquisition / disposal 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:			
a) Shares carrying voting rights	98,14,83,046#	60.95	60.95
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by 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)	98,14,83,046#	60.95	60.95
Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold	33,73,67,189	20.95	20.95
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-



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e) Total (a+b+c+/-d)	33,73,67,189	20.95	20.95
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	64,41,15,857#	40.00	40.00
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by 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) after acquisition	-	-	-
e) Total (a+b+c+d)	64,41,15,857#	40.00	40.00
Mode of acquisition / sale (e.g. open market/off market/public issue/rights issue/preferential allotment/inter-se transfer etc.)	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 03, 2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	161,02,89,642 equity share of Rs.10 each aggregating to Rs.1610,28,96,420		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	161,02,89,642 equity share of Rs. 10 each aggregating to Rs.1610,28,96,420		
Total diluted share/voting capital of the TC after the said acquisition	161,02,89,642 equity share of Rs. 10 each aggregating to Rs.1610,28,96,420		

Five Individuals holding 6 equity shares as nominees of Bandhan Financial Holdings Limited (Promoter). The five individuals are neither the promoters nor forming part of the promoter group.

(*) 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 **Bandhan Financial Holdings Limited**



Abhinay Kumar Shaw
Company Secretary

Place: Kolkata

Date: August 03, 2020

