

Date: December 2, 2019

To,

**The Managing Director**  
National Stock Exchange of India  
Limited  
Exchange Plaza,  
Plot No. C/1, G Block  
Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051

Dear Sir / Madam

**Sub: Disclosure of change in shareholding under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations").**

This is with reference to the Offer for Sale announced by us for sale of up to 41,80,000 equity shares of face value of Rs. 10 each of Central Depository Services (India) Limited ("**Company**") representing 4.00 % of the equity share capital of the Company, on November 27, 2019 for sale on November 28, 2019 and November 29, 2019. In this regard, we wish to inform you that we have sold an aggregate of 37,62,000 equity shares of the Company on T Day (i.e. November 28, 2019) and 4,18,000 equity shares of the Company on T+1 Day (i.e. November 29, 2019).

The above sale of equity shares took place on a separate designated window of National Stock Exchange of India Limited and was undertaken in accordance with the "Comprehensive Guidelines on Offer for Sale ("**OFS**") of shares by promoters through the Stock Exchange Mechanism" issued by the Securities and Exchange Board of India ("**SEBI**").

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI Takeover Regulations**"), we are hereby notifying the information regarding the above sale of shares made by us.

Enclosed is the report in the format as prescribed by SEBI. The above is for your information and records.

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**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

|                                                                                                                                                                                         |                                                             |                                                             |                                                            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                      | Central Depository Services (India) Limited (the "Company") |                                                             |                                                            |
| 2. Name(s) of the Seller <del>acquirer</del> and <del>Persons Acting in Concert (PAC) with the acquirer</del>                                                                           | BSE Limited ("Seller")                                      |                                                             |                                                            |
| 3. Whether the Seller <del>acquirer</del> belongs to Promoter/Promoter group                                                                                                            | Yes, the Seller is the Promoter of the Company              |                                                             |                                                            |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                   | National Stock Exchange of India Limited ("NSE")            |                                                             |                                                            |
| 5. Details of the <del>acquisition/</del> disposal 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 <del>acquisition</del>- Sale under consideration, holding of:</b>                                                                                                         |                                                             |                                                             |                                                            |
| a) Shares carrying voting rights                                                                                                                                                        | 2,50,80,000                                                 | 24.00%                                                      | 24.00%                                                     |
| 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)                | -                                                           | -                                                           | -                                                          |
| <b>Total (a+b+c+d)</b>                                                                                                                                                                  | 2,50,80,000                                                 | 24.00%                                                      | 24.00%                                                     |
| <b>Details of <del>acquisition/</del> sale of shares held by the Seller</b>                                                                                                             |                                                             |                                                             |                                                            |
| a) Shares carrying voting rights                                                                                                                                                        | 41,80,000                                                   | 4.00%                                                       | 4.00%                                                      |
| b) VRs acquired/ sold 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/ sold | -                                                           | -                                                           | -                                                          |

|                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                    |        |        |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|--------|
| d) Shares encumbered/<br>invoked/released by the<br>acquirer                                                                                                                                                 | -                                                                                                                                                                                                                                                                                                                                                  | -      | -      |
| <b>Total (a+b+c+d)</b>                                                                                                                                                                                       | 41,80,000                                                                                                                                                                                                                                                                                                                                          | 4.00%  | 4.00%  |
| <b>After the acquisition/ sale, holding of<br/>the Seller:</b>                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                    |        |        |
| a) Shares carrying voting rights                                                                                                                                                                             | 2,09,00,000                                                                                                                                                                                                                                                                                                                                        | 20.00% | 20.00% |
| b) Shares encumbered with the<br>acquirer                                                                                                                                                                    | -                                                                                                                                                                                                                                                                                                                                                  | -      | -      |
| c) VRs otherwise than by equity<br>shares                                                                                                                                                                    | -                                                                                                                                                                                                                                                                                                                                                  | -      | -      |
| d) Warrants/convertible<br>securities/any other instrument<br>that entitles the acquirer to<br>receive shares carrying voting<br>rights in the TC (specify<br>holding in each category) after<br>acquisition | -                                                                                                                                                                                                                                                                                                                                                  | -      | -      |
| <b>Total (a+b+c+d)</b>                                                                                                                                                                                       | 2,09,00,000                                                                                                                                                                                                                                                                                                                                        | 20.00% | 20.00% |
| 6. Mode of acquisition/ sale (e.g.<br>open market / off-market / public<br>issue / rights issue /preferential<br>allotment / inter-se transfer, etc.)                                                        | Offer for Sale by the Seller through the stock exchange<br>mechanism in accordance with circular bearing no.<br>CIR/MRD/DP/18/2012 dated July 18, 2012 (as amended up to<br>December 28, 2018) (" <b>SEBI OFS Circular</b> " as amended and<br><b>such offer for sale, the "OFS"</b> ) notified by the Securities and<br>Exchange Board of India.. |        |        |
| 7. Date of acquisition/ sale of<br>shares/ VR or date of receipt of<br>intimation of allotment of shares,<br>whichever is applicable                                                                         | November 28 and November 29, 2019                                                                                                                                                                                                                                                                                                                  |        |        |
| 8. Equity share capital / total voting<br>capital of the TC before the said<br>acquisition/ sale                                                                                                             | <b>Number of Shares:</b> 10,45,00,000<br><b>Amount (in Rs.):</b> 1,04,50,00,000<br>(*Face value of Rs. 10/- per equity share)                                                                                                                                                                                                                      |        |        |
| 9. Equity share capital/ total voting<br>capital of the TC after the said<br>acquisition/ sale                                                                                                               | <b>Number of Shares:</b> 10,45,00,000<br><b>Amount (in Rs.):</b> 1,04,50,00,000<br>(*Face value of Rs. 10/- per equity share)                                                                                                                                                                                                                      |        |        |
| 10. Total diluted share/voting capital<br>of the TC after the said<br>acquisition/ sale                                                                                                                      | <b>Number of Shares:</b> 10,45,00,000<br><b>Amount (in Rs.):</b> 1,04,50,00,000<br>(*Face value of Rs. 10/- per equity share)                                                                                                                                                                                                                      |        |        |

<sup>(1)</sup> The Offer for Sale was announced on November 27, 2019 for sale of up to 41,80,000 equity shares of face value of Rs.10/- each.

(\*) Total share capital/ voting capital is as per the latest filing done by the company to the Stock Exchange.



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*(\*\*) 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. There is no change in the paid-up share capital of the TC on account of the Offer for Sale as the said sale is secondary in nature.*

Thanking You,

Yours faithfully,

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**For BSE Limited**



**Prajakta Powle**

**Company Secretary & Compliance Officer**

