

KRISHNA KUMAR BANGUR

April 21, 2016

The Manager
Listing Department
National Stock Exchange
Exchange Plaza, 5th Floor,
Plot No-C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai 400 051
Fax No. 2659 8237/ 38
takeover@nse.co.in

GKW LIMITED
"Central Plaza"
2/6, Sarat Bose Road
Office Space No. 406
4th Floor
Kolkata – 700020
gkwcal@rediffmail.com

Dear Sir,

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

I, Krishna Kumar Bangur, a non-resident Indian, residing at 5 Hullet Road # 18-11, Singapore 229161, have acquired 8,94,500 equity shares having a face value of INR 10 each fully paid-up, representing approximately 14.99 % of the total issued, subscribed and paid up share capital of GKW Limited from Matrix Commercial Private Limited, a company having its registered office at 31 Chowringhee Road, Kolkata 700016, India, by way of a private arrangement as an off market transaction, at a price of Rs 280/- per equity share, aggregating to a total consideration of INR 25,04,60,000 on 20 April 2016.

Pursuant to regulation 29(1) read with regulation 29(3) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I hereby disclose the aggregate of my shareholding along with persons acting in concert with me in GKW Limited in the prescribed form.

Kindly acknowledge receipt.

Thanking you,


(Krishna Kumar Bangur)

Encl: As above.

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

PART-A – Details of the Acquisition

1.	Name of the Target Company (TC)	GKW Limited		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Krishna Kumar Bangur (Acquirer) Matrix Commercial Private Limited (PAC – Seller)		
3.	Whether the acquirer belongs to Promoter/ Promoter group	Yes. The acquirer holds more than 50% shares in the paid up share capital of Matrix Commercial Private Limited (the promoter of target 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 acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
	<u>Before the acquisition under consideration, holding of acquirer along with PACs of :</u>			
	a) Shares carrying voting rights			
	i. Matrix Commercial Pvt. Ltd.	44,74,875	75%	75%
	ii. Krishna Kumar Bangur	Nil	N.A.	N.A.
	Total	44,74,875	75%	75%
	b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	N.A.	N.A.	N.A.
	c) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
	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)	N.A.	N.A.	N.A.
	e) Total (a+b+c+d)	44,74,875	75%	75%

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	<u>Details of acquisition</u>			
	a) Shares carrying voting rights acquired			
	Krishna Kumar Bangur	8,94,500	14.99	14.99
	b) VRs acquired otherwise than by shares	N.A.	N.A.	N.A.
	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	N.A.	N.A.	N.A.
	d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	N.A.	N.A.	N.A.
	e) Total (a+b+c+/-d)	8,94,500	14.99	14.99
	<u>After the acquisition, holding of acquirer along with PACs:</u>			
	a) Shares carrying voting rights			
	i. Matrix Commercial Pvt. Ltd.	35,80,375	60.01	60.01
	ii. Krishna Kumar Bangur	8,94,500	14.99	14.99
	Total	44,74,875	75%	75%
	b) VRs otherwise than by equity shares	N.A.	N.A.	N.A.
	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.	N.A.	N.A.	N.A.
	d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	N.A.	N.A.	N.A.
	e) Total (a+b+c+d)	44,74,875	75.00	75.00
6.	Mode of acquisition (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer / encumbrance etc).	Inter-se transfer of shares between promoters/persons acting in concert and/or between the promoter company and person holding more than 50% share in the said company, by way of a private arrangement as an off-market transaction		

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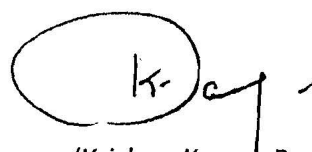
7.	Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares of Rs 10 each fully paid up, pari-passu in all respects with other equity shares of the company
8.	Date of acquisition of/ date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	20.04.2016
9.	Equity share capital / total voting capital of the TC before the said acquisition	Rs. 5,96,65,000/- (59,66,500 Equity Shares of Rs 10/- each)
10.	Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 5,96,65,000/- (59,66,500 Equity Shares of Rs 10/- each)
11.	Total diluted share/voting capital of the TC after the said acquisition	Rs. 5,96,65,000/- (59,66,500 Equity Shares of Rs 10/- each)

(*) 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.

Signature of the acquirer / seller / Authorised Signatory

Place: Kolkata
Date: 21.04.2016


(Krishna Kumar Bangur)