



31st January, 2017
Ref: Mp / hrh

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai-400 051

Dear Sirs,

SYMBOL - GREAVESCOT

Sub: Disclosures under SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011

We have received the attached disclosure from Franklin Templeton Mutual Fund pursuant to the provisions of SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Greaves Cotton Limited

Manish Parikh
Deputy Company Secretary

Encl: a/a

Greaves Cotton Limited

www.greavescotton.com

Registered Office: 3rd Floor, Motilal Oswal Tower, Junction of Gokhale & Sayani Road, Prabhadevi, Mumbai 400 025, India.

Tel: +91 22 33551700 Fax: +91 22 33812799 CIN: L99999MH1922PLC000987

Email: investorservices@greavescotton.com

Company Secretary
Greaves Cotton Limited
3rd Floor Motilal Oswal Tower
Junction of Gokhale & Sayani Road
Prabhadevi
Mumbai - 400025

**Disclosures under Regulation 29(2) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Greaves Cotton Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Franklin Templeton Mutual Fund (through its various schemes)		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd Bombay Stock Exchange Ltd		
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/ disposal under consideration, holding of:			
a) Shares carrying voting rights	# 8,508,235	# 3.48%	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	N.A.
c) Voting rights (VR) otherwise than by shares	Nil	Nil	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)	Nil	Nil	N.A.
e) Total (a+b+c+d)	# 8,508,235	# 3.48%	N.A.
Details of acquisition/net sale			
a) Shares carrying voting rights acquired/sold	# 347,870	# 0.14%	N.A.
b) VRs acquired/sold otherwise than by shares	Nil	Nil	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/sold	Nil	Nil	N.A.
d) Shares encumbered/ invoked/ released by the acquirer	Nil	Nil	N.A.
e) Total (a+b+c+-d)	# 347,870	# 0.14%	N.A.
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	# 8,160,365	# 3.34%	N.A.



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INVESTMENTS**

b) Shares encumbered with the acquirer	Nil	N.A.	N.A.
c) VRs otherwise than by shares	Nil	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) after acquisition	Nil	N.A.	N.A.
e) Total (a+b+c+d)	# 8,160,365	# 3.34%	N.A.
Mode of acquisition/sale (e.g. open 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.	January 27, 2017		
Equity share capital / total voting capital of the TC before the said acquisition/sale	244,206,795 shares		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	244,206,795 shares		
Total diluted share/voting capital of the TC after the said acquisition	244,206,795 shares		

(#) refer Annexure for scheme-wise details

(*) 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 **Franklin Templeton Mutual Fund**

Saurabh Gangrade
Compliance Officer

Place: Mumbai

Date: January 30, 2017

Cc: **Bombay Stock Exchange Ltd**
Department of Corporate Relations
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 023

National Stock Exchange of India Ltd
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (East), Mumbai 400 051



**FRANKLIN TEMPLETON
INVESTMENTS**

Annexure

Name of the schemes	Pre-sale holdings		Number of Shares Bought/(Sold)	% of Total shares	Post-sale holdings	
	No. of shares	% of Total shares			No. of shares	% of Total shares
Franklin India Smaller Companies Fund (FISCF)	3,600,653	1.47%	252,130	0.10%	3,852,783	1.58%
Franklin India Prima Fund (FIPF)	2,160,582	0.88%	(600,000)	(0.25%)	1,560,582	0.64%
Franklin India Prima Plus (FIPP)	2,747,000	1.12%	0	0.00%	2,747,000	1.12%
Total	8,508,235	3.48%	(347,870)	(0.14%)	8,160,365	3.34%