LEBNITZE REAL ESTATES PRIVATE LIMITED

REGISTERED OFFICE :
31, NETAJI SUBHAS ROAD
KOLKATA - 700 001
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PHONE : (033) 6625-1000/1500
: (033) 2230-9281/8515
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: (033) 2248-0140
CIN : U70109WB2012PTC174446

25 August 2021

BSE Limited
Corporate Relationship Department,
25th Floor, P. J. Towers, Dalal Street, Fort,
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051

Compliance Officer
Saregama India Limited
33 Jessore Road, Dum Dum
Kolkata – 700 028

Dear Sir(s)/Madam(s),

Sub: Disclosure under Regulations 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")

Saregama India Limited ("**Target Company**") is a public listed company. This is to inform you that Lebnitze Real Estates Private Limited ("**Acquirer**") has acquired 82,60,936 equity shares representing 82.61% of the equity share capital of BNK Capital Markets Limited ("**BNK**") through: (a) open offer made to the public shareholders of BNK in terms of the SEBI (SAST) Regulations ("**Open Offer**"), and (b) on market purchases pursuant to a share purchase agreement dated 30 March 2021, which triggered the Open Offer.

Pursuant to the above acquisition, the Acquirer has indirectly acquired 4.72% of the total voting rights in the Target Company which are held by BNK.

In this regard, please find enclosed the requisite disclosure under Regulation 29(2) of the SEBI (SAST) Regulations.

Kindly acknowledge receipt.

Yours faithfully,

For **LEBNITZE REAL ESTATES PRIVATE LIMITED**

Name: Harish Toshniwal
Designation: Director

Encl: as above

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Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")

Name of the Target Company ("**TC**")	Saregama India Limited ("**Target Company**")		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	**Acquirer**: Lebnitze Real Estates Private Limited ("**Acquirer**") **PACs with the Acquirer**: (a) Other members of the promoter and promoter group of the Target Company ("**Promoters**"). Please see Annexure. (b) BNK Capital Markets Limited ("**BNK**")(1)		
Whether the acquirer belongs to Promoter/Promoter group	Yes,		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited The 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			
(i) Acquirer	Nil	Nil	Nil
(ii) Other Promoters. See Annexure	1,02,91,759	59.05	59.05
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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	Nil
e) Total (a+b+c+d)	**1,02,91,759**	**59.05%**	**59.05%**
Details of acquisition / sale			
a) Shares carrying voting rights acquired / sold	Pursuant to the Acquirer acquiring 82,60,936 equity shares representing 82.61% of the		

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b) VRs acquired / sold otherwise than by shares	equity share capital of BNK, the Acquirer has indirectly acquired 4.72% of the total voting rights in the Target Company which are held by BNK.[1]		
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 / invoked / released by the acquirer			
e) Total (a+b+c+/-d)			
After the acquisition / sale, holding of:			
a) Shares carrying voting rights			
(i) Acquirer	Nil	Nil	Nil
(ii) Other Promoters. See Annexure	1,02,91,759	59.05	59.05
(iii) BNK Capital Markets Limited[1]	8,23,220	4.72	4.72
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil
e) Total (a+b+c+d)	**1,11,14,979**	**63.77**	**63.77**
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	The Acquirer has acquired 82,60,936 equity shares representing 82.61% of the equity share capital of BNK through: (a) open offer made to the public shareholders of BNK in terms of the SEBI (SAST) Regulations (**"Open Offer"**), and (b) on market purchases pursuant to a share purchase agreement dated 30 March 2021, which triggered the Open Offer (**"SPA"**). Pursuant to the above acquisition, the Acquirer has indirectly acquired 4.72% of the total voting rights in the Target Company which are held by BNK. No equity shares of the Target Company have been transferred directly.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	23 August 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	INR 17,42,80,120 divided into 1,74,28,012 equity shares having face value of INR 10 each		
Equity share capital / total voting capital of the TC after the said acquisition / sale	INR 17,42,80,120 divided into 1,74,28,012 equity shares having face value of INR 10 each		
Total diluted share / voting capital of the TC after the said acquisition	INR 1,74,302,140 divided into 1,74,30, 214 equity shares having face value of INR 10 each		

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Notes:

(1) Pursuant to the Open Offer and the SPA, the Acquirer has acquired a majority stake in and control over BNK. Accordingly, BNK has become a person acting in concert with the Acquirer and shall also qualify as a member of the promoter group of the Target Company.

(*) Total share capital / voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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 **LEBNITZE REAL ESTATES PRIVATE LIMITED**

Name: Harish Toshniwal
Designation: Director

Place: Kolkata
Date: 25 August 2021

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Annexure

Shareholding of the Promoters of the Target Company

NAME OF PACs	BEFORE THE TRANSACTION		AFTER THE TRANSACTION	
	No of shares / voting rights	% w.r.t total share capital of the Target Company	No of shares / voting rights	% w.r.t total share capital of the Target Company
Composure Services Private Limited	1,02,91,599	59.05	1,02,91,599	59.05
Stel Holdings Limited	160	0.00	160	0.00
TOTAL	**1,02,91,759**	**59.05**	**1,02,91,759**	**59.05**