

September 9, 2020

National Stock Exchange of India Ltd  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051

Dear Sir / Madam,

**Sub: Reporting under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Takeover Reporting')**

DSP Trustee Private Limited (DSPTPL) is the Trustee for the schemes launched by DSP Mutual Fund (DSPMF) and DSP Alternative Investment Fund (DSPAIF). DSPTPL on behalf of scheme of DSPMF hold the equity shares of S.P. Apparels Limited ('the Company') (ISIN- INE212I01016).

DSPTPL on behalf of one scheme i.e. DSP Small Cap Fund have acquired 108,777 shares of the Company on 7<sup>th</sup> September 2020 due to which the shareholding in the Company across scheme under DSPMF has increased beyond 5% of the paid up capital of the Company. The current shareholding of the Schemes in the Company is 5.23%

Since post allotment the holding across various schemes has increased above 5%, we enclose herewith the report under 29(1) of Reporting under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Annexure-1).

We trust you find the above in order.

Thanking you,

Sincerely,  
For DSP Trustee Private Limited

*for* *PPM*  
Pritesh Majmudar (Dr.)  
Compliance Officer and Company Secretary  
DSP Investment Managers Private Limited

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**

|                                                                                                                                                                          |                                                                                                                                                                                                                         |                                                                    |                                                                   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                          | <b>S. P. APPARELS LIMITED</b>                                                                                                                                                                                           |                                                                    |                                                                   |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                            | 1. DSP Trustee Private Limited on behalf of schemes of DSP Mutual Fund & DSP Alternative Investment Fund<br>2. DSP Global Services (Mauritius) Limited (erstwhile known as DSP Investment Managers (Mauritius) Limited) |                                                                    |                                                                   |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                  | No                                                                                                                                                                                                                      |                                                                    |                                                                   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                       | BSE Limited and National Stock Exchange of India Limited.                                                                                                                                                               |                                                                    |                                                                   |
| Details of the acquisition as follows                                                                                                                                    | <b>Number</b>                                                                                                                                                                                                           | <b>% w.r.t. total share/voting capital wherever applicable (*)</b> | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the acquisition under consideration, holding of:</b>                                                                                                           |                                                                                                                                                                                                                         |                                                                    |                                                                   |
| a) Shares carrying voting rights                                                                                                                                         | 1,235,247                                                                                                                                                                                                               | 4.81                                                               | 4.81                                                              |
| 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>e) Total (a+b+c+d)</b>                                                                                                                                                | 1,235,247                                                                                                                                                                                                               | 4.81                                                               | 4.81                                                              |
| <b>Details of acquisition</b>                                                                                                                                            |                                                                                                                                                                                                                         |                                                                    |                                                                   |
| a) Shares carrying voting rights acquired                                                                                                                                | 108,777                                                                                                                                                                                                                 | 0.42                                                               | 0.42                                                              |

|                                                                                                                                                                                                |                                                      |             |             |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-------------|-------------|
| b) VRs acquired 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              | --                                                   | --          | --          |
| d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)                                                                                                         |                                                      |             | --          |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                      | <b>108,777</b>                                       | <b>0.42</b> | <b>0.42</b> |
| <b>After the acquisition, holding of acquirer along with PACs of:</b>                                                                                                                          |                                                      |             |             |
| a) Shares carrying voting rights                                                                                                                                                               | 1,344,024                                            | 5.23        | 5.23        |
| b) VRs 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) after acquisition     | --                                                   | --          | --          |
| d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)                                                                                                         |                                                      |             |             |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                      | <b>1,344,024</b>                                     | <b>5.23</b> | <b>5.23</b> |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)                                                            | Open Market                                          |             |             |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.                                                         | Ordinary Equity Shares                               |             |             |
| 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. | 7 <sup>th</sup> September 2020                       |             |             |
| Equity share capital / total voting capital of the TC before the said acquisition                                                                                                              | 25,692,600 shares<br>(Paid up Capital Rs. 256926000) |             |             |

|                                                                                 |                                                      |
|---------------------------------------------------------------------------------|------------------------------------------------------|
| Equity share capital/ total voting capital of the TC after the said acquisition | 25,692,600 shares<br>(Paid up Capital Rs. 256926000) |
| Total diluted share/voting capital of the TC after the said acquisition         | 25,692,600 shares<br>(Paid up Capital Rs. 256926000) |

For DSP Trustee Private Limited

*PP Patel*

*For*

Pritesh Majmudar (Dr.)  
Compliance Officer and Company Secretary  
DSP Investment Managers Private Limited

Place: Mumbai

Date: September 9, 2020

**Note:**

(\*) 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.