

BY FAX/COURIER/EMAIL

Dated: 23.11.2017

To,
BSE Limited
P J Tower, Dalal Street,
Mumbai – 400 001

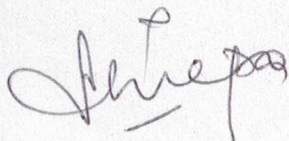
To
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E), Mumbai
400051

Dear Sir,

Please find enclosed herewith Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition to be made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking you,

Yours faithfully,

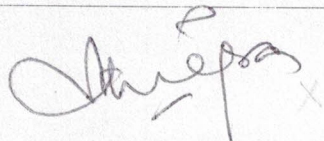


SHILPA BAGRODIA

Encl: a/a

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

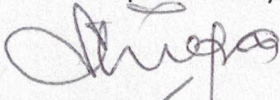
1	Name of the Target Company (TC)	M/s. Winsome Yarns Limited. (WYL) There is an indirect acquisition of shares and voting rights in WYL by the Acquirer.	
2	Name of the acquirer(s)	Mrs. Shilpa Bagrodia There is an indirect acquisition of shares and voting rights in WYL by the Acquirer.	
3	Name of the stock exchange where shares of the TC are listed	BSE Limited	
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter –se Transfer	
5	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(i)	
6	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes 16.11.2017	
7	Details of acquisition	Disclosures made/required to be made under regulation 10(5)	Actual
	a. Name of the transferor / seller	Mr. Ashish Bagrodia	Mr. Ashish Bagrodia
	b. Date of acquisition	On or after 23.11.2017	On 23.11.2017
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	The Acquirer shall not directly acquire any shares in the Target Company but will acquire 892500 (62.07%) shares in Satyam Combines Private Limited (SCPL) which holds 57,65,073 (8.15%) shares in WYL	The Acquirer shall not directly acquire any shares in the Target Company but will acquire 892500 (62.07%) shares in Satyam Combines Private Limited (SCPL) which holds 57,65,073 (8.15%) shares in WYL
	d. Total shares proposed to be acquired / actually acquired as a % of diluted	The Acquirer shall not directly acquire any shares in the Target Company but will acquire 62.07% shares in SCPL	The Acquirer shall not directly acquire any shares in the Target Company but will acquire 62.07% shares in SCPL which



	share capital of TC	which holds 8.15% shares in WYL.		holds 8.15% shares in WYL.	
	e. Price at which shares are proposed to be acquired / actually acquired	Not Applicable The transfer of shares of SCPL between Mr. Ashish Bagrodia and Mrs. Shilpa Bagrodia is in nature of Gift.		Not Applicable The transfer of shares of SCPL between Mr. Ashish Bagrodia and Mrs. Shilpa Bagrodia is in nature of Gift.	
8	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	Acquirer/s (*)				
	Mrs. Shilpa Bagrodia	As per Annexure 1		As per Annexure 1	
	Each Seller / Transferor	As per Annexure 1		As per Annexure 1	

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



Signature: Shilpa Bagrodia

Date: 23.11.2017

Place: Chandigarh

		Pre-Transaction			Transaction			Post Transaction		
Sl. No.	Particulars	Number	% w.r.t. Total share capital	% w.r.t. Total diluted share capital	Number	% w.r.t. Total share capital	% w.r.t. Total diluted share capital	Number	% w.r.t. Total share capital	% w.r.t. Total diluted share capital
Acquirers:										
1	MRS. SHILPA BAGRODIA	12,640	0.02%	0.02%	-	0.00%	0.00%	12,640	0.02%	0.02%
Sellers										
1	MR. ASHISH BAGRODIA	41,400	0.06%	0.06%	-	0.00%	0.00%	41,400	0.06%	0.06%
Others entities forming part of Promoter group:										
1	MR. S.C. BAGRODIA	42,900	0.06%	0.06%	0	0	0	42,900	0.06%	0.06%
3	MR. MANISH BAGRODIA	52,040	0.07%	0.07%	0	0	0	52,040	0.07%	0.07%
4	MR. SUDHA BAGRODIA	11,142	0.02%	0.02%	0	0	0	11,142	0.02%	0.02%
5	MS. VANDYA BAGRODIA	2,000	0.00%	0.00%	0	0	-	2,000	0.00%	0.00%
6	SHELL BUSINESS PRIVATE LIMITED	21,412,414	30.28%	30.28%	0	0	-	21,412,414	30.28%	30.28%
7	SATYAM COMBINES PRIVATE LIMITED	5,765,073	8.15%	8.15%				5,765,073	8.15%	8.15%
	TOTAL PROMOTER HOLDING	27,339,609	38.67%	38.67%				27,339,609	38.67%	38.67%

Note: Mrs. Shilpa Bagrodia shall acquire 892500 (62.07%) equity shares in SCPL Pursuant to such acquisition her shareholding in SCPL has increased to 1056318 (73.47%) equity shares. Accordingly, she has acquired voting rights on such shares of WYL held by SCPL.

