

December 6, 2019

To:

BSE Limited

Phirozee Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Calcutta Stock Exchange Limited

7, Lyons Range,
Kolkata – 700001

Bata India Limited

27B, Camac Street, 1st Floor,
Kolkata – 700016

Sub: Disclosure pursuant to Regulation 29(1) and 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (the “Takeover Regulations”)

Dear Sir/ Ma’am,

1. Bata India Limited (“**BIL**”) is a public company incorporated and existing under the laws of India, and having its registered office at 27B, Camac Street, 1st Floor, Kolkata – 700016, West Bengal, India. The equity shares of BIL are listed on BSE Limited, National Stock Exchange of India Limited, and the Calcutta Stock Exchange Limited.
2. The promoter of BIL is its immediate parent, Bata BN (“**BBN**”), a financial holding company incorporated and existing under the laws of the Netherlands, having its registered office at Europaplein 1, 5684 ZC, Best, the Netherlands. BBN holds 52.96% (*fifty two point nine six percent*) of the equity shares of BIL. The shareholding pattern of BIL as of November 1, 2019 is as under:

Category of shareholder	Number of shares	Percentage of Shares
Promoter (BBN)	68,065,514	52.96%
Public shareholders	60,462,026	47.04%

3. BBN was a wholly owned subsidiary of International Footwear Distributors S.à r.l. (“**IFDS**”), a private limited liability company which was organised and existing under the laws of the Grand Duchy of Luxembourg, (having its registered office at 6 Rue Eugène Ruppert, 2453 Luxembourg, Grand Duchy of Luxembourg). The entire share capital of IFDS was in turn held by Global Footwear Services Private Limited (“**GFSPL**”), a limited liability company organized and existing under the laws of Singapore, (having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098). GFSPL is a wholly owned subsidiary of Western Investment & Trading Company Limited (“**Western**”), a company organised and existing under the laws of Bermuda, (having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. IFDS and GFSPL are both wholly owned subsidiaries of, and controlled by Western).¹

¹ Prior to November 14, 2019, IFDS was a direct wholly owned subsidiary of Western. However, as a part of an internal reorganisation of the group companies under its ownership and control, Western transferred its entire shareholding in IFDS (being the entire share capital of IFDS) to GFSPL. Relevant filings in compliance with the applicable provisions of the Takeover Regulations in this regard were made as follows:

- (i) intimation pursuant to Regulation 10(5) of the Takeover Regulations was made by GFSPL on November 6, 2019 *vide* letter dated November 6, 2019;
- (ii) intimation pursuant to Regulations 29(1) of the Takeover Regulations was made by GFSPL on November 15, 2019 *vide* letter dated November 15, 2019;
- (iii) intimation pursuant to Regulation 29(2) of the Takeover Regulations was made by Western on November 16, 2019 *vide* letter dated November 15, 2019;
- (iv) intimation pursuant to Regulation 10(6) of the Takeover Regulations was made by GFSPL on November 15, 2019 *vide* letter dated November 15, 2019;

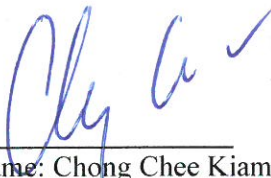
4. Voluntary liquidation proceedings were initiated in relation to IFDS on December 2, 2019 and IFDS has been liquidated as on December 2, 2019, in accordance with the applicable laws of Luxembourg.
5. Pursuant to the liquidation of IFDS, the entire share capital of BBN which was held directly by IFDS, stands transferred to GFSPL, in accordance with the applicable laws of Luxembourg. Therefore, GFSPL directly holds the entire share capital of BBN, and indirectly holds 52.96% (*fifty two point nine six percent*) of the equity shares of BIL. However, there is no change in the shareholding in BIL pursuant to the transaction. Please see enclosed a diagrammatic depiction of the direct and indirect ownership structure of BIL pre and post transaction, in **Annexure I**.
6. We enclose herewith, the disclosure in terms of Regulations 29(1) and 29(2) of the Takeover Regulations, in the format specified therein, in relation to the transaction.

Kindly acknowledge the receipt of this letter.

Regards,

Signed for and on behalf of

Global Footwear Services Private Limited

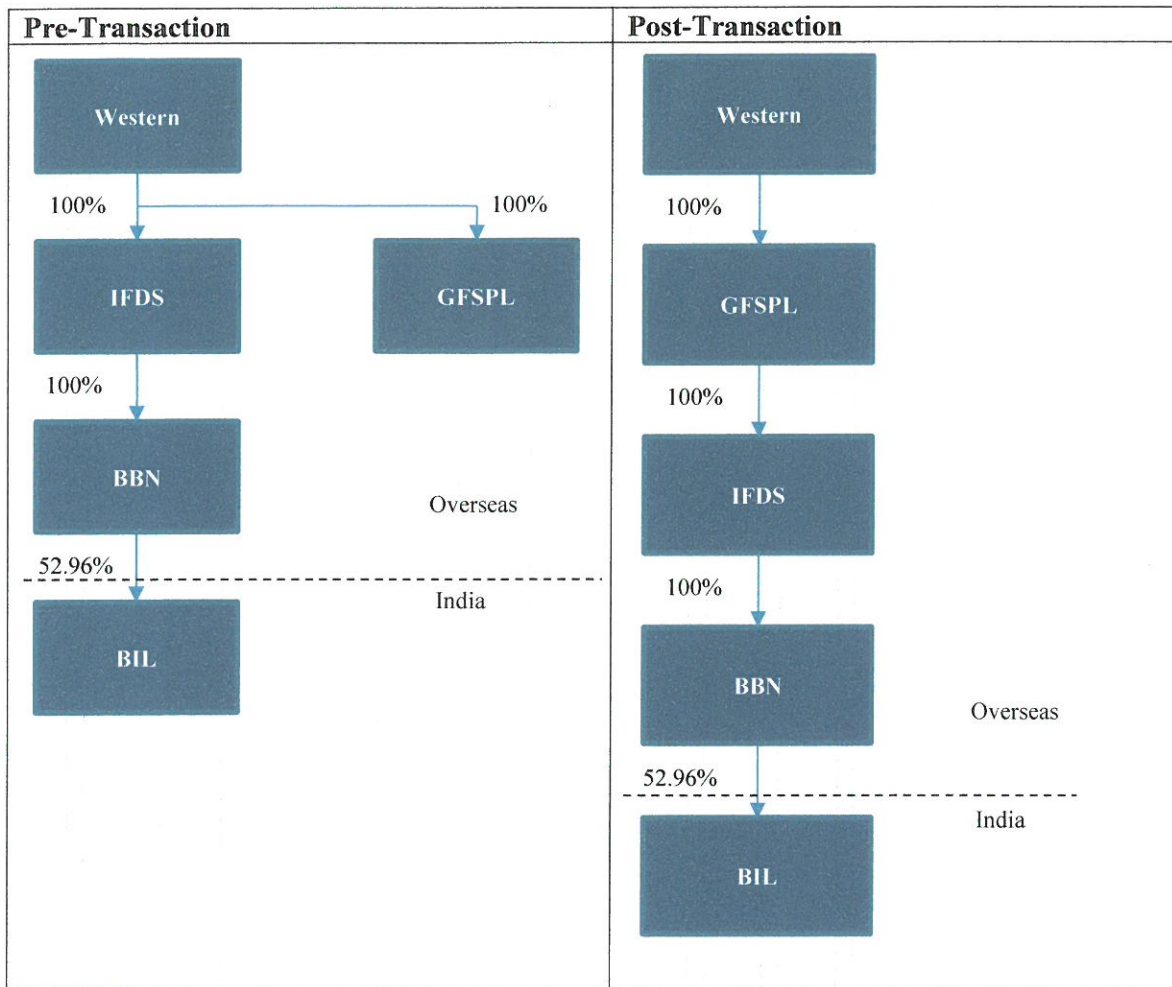


Name: Chong Chee Kiam Jeremy

Designation: Director

Date: 6th December 2019

Place: Singapore

Annexure I**Direct and indirect shareholding of BIL pre and post Transaction**

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)	Bata India Limited (“BIL”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Global Footwear Services Private Limited (“GFSPL”) a limited liability company organized and existing under the laws of Singapore, having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098.		
Whether the acquirer belongs to Promoter/ Promoter Group	The acquirer i.e. GFSPL and the promoter of the TC i.e. Bata BN (“BBN”) are wholly owned subsidiaries of, and are controlled by Western Investment and Trading Company Limited (“Western”), a company organised and existing under the laws of Bermuda, having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. GFSPL is a direct wholly owned subsidiary of Western and BBN is an indirect wholly owned subsidiary of Western.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Calcutta Stock Exchange Limited		
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
Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights 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) e) Total (a+b+c+d)	(a) Please refer to <u>Annexure A.</u> (b) NA (c) NA (d) NA (e) Please refer <u>Annexure A.</u>		
Details of acquisition a) Shares carrying voting rights acquired b) VRs acquired otherwise than by equity shares c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying category) acquired	(a) GFSPL has acquired 20,500 shares representing 100% of the share capital/ voting rights of BBN (the promoter of BIL holding 52.96% equity shares/ voting rights in the TC) pursuant to the liquidation of its wholly owned subsidiary		

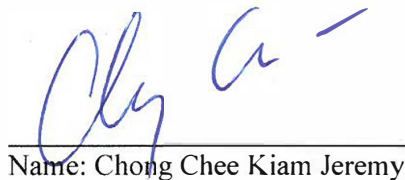
Equity share capital/ total voting capital of the TC after the said acquisition	INR 642,637,700 divided into 128,527,540 equity shares of INR 5/- each.
Total diluted share/ voting capital of the TC after the said acquisition	INR 642,637,700 divided into 128,527,540 equity shares of INR 5/- each.

Part-B**Name of the Target Company:** Bata India Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter Group	PAN of the acquirer and/ or PACs
Global Footwear Services Private Limited (“ GFSPL ”) a limited liability company organized and existing under the laws of Singapore, having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098.	The acquirer i.e. GFSPL and the promoter of the TC i.e. Bata BN (“ BBN ”) are wholly owned subsidiaries of, and are controlled by Western Investment and Trading Company Limited (“ Western ”), a company organised and existing under the laws of Bermuda, having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. GFSPL is a direct wholly owned subsidiary of Western and BBN is an indirect wholly owned subsidiary of Western.	

Signed for and on behalf of

Global Footwear Services Private Limited



Name: Chong Chee Kiam Jeremy

Designation: Director

Date: 6th December 2019

Place: Singapore

FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Part-A – Details of the Acquisition

Name of the Target Company (TC)	Bata India Limited (“BIL” or “TC”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Global Footwear Services Private Limited (“GFSPL”) a limited liability company organized and existing under the laws of Singapore, (having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098).		
Whether the acquirer belongs to Promoter/ Promoter Group	The acquirer i.e. GFSPL and the promoter of the TC i.e. Bata BN (“BBN”) are wholly owned subsidiaries of, and are controlled by Western Investment and Trading Company Limited (“Western”), a company organised and existing under the laws of Bermuda, (having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda). GFSPL is a direct wholly owned subsidiary of Western and BBN is an indirect wholly owned subsidiary of Western.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Calcutta Stock Exchange Limited		
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
Before the acquisition under consideration, holding of: a) Shares carrying voting rights 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) e) Total (a+b+c+d)	(a) Please refer to <u>Annexure A.</u> (b) NA (c) NA (d) NA (e) Please refer <u>Annexure A.</u>		
Details of acquisition/ sale a) Shares carrying voting rights acquired/sold b) VRs acquired/ sold 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 (specifying holding in each category) acquired/ sold d) Shares encumbered/ invoked/ released by the acquirer e) Total (a+b+c+/-d)	(a) GFSPL has acquired 20,500 shares representing 100% of the share capital/ voting rights of BBN pursuant to the liquidation of its wholly owned subsidiary IFDS, in accordance with the applicable laws of Luxembourg. BBN is the promoter of the TC, holding 52.96% of the equity shares/ voting rights in TC. Prior to the liquidation of IFDS: (iv) IFDS was a wholly owned subsidiary of GFSPL; (v) IFDS was the immediate parent company of BBN.		

	(vi) both IFDS and GFSPL were wholly owned and controlled by Western. Therefore, there is no change in the shareholding/ voting rights in TC pursuant to the transaction. (b) NA (c) NA (d) NA (e) Please refer details set out in (a) above.
After the acquisition/ sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by 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) after acquisition e) Total (a+b+c+d)	(a) Please refer to <u>Annexure A.</u> (b) NA (c) NA (d) NA (e) Please refer <u>Annexure A.</u>
Mode of acquisition (e.g. open market/ public issue/ rights issue/ preferential allotment/ inter-se transfer/ encumbrance etc.)	Acquisition by way of transmission and succession, as referred to in Regulation 10(1)(g) of the Takeover Regulations. GFSPL (i.e. acquirer/ successor) has acquired shares of BBN held by IFDS on account of the liquidation of IFDS. Further, prior to the liquidation of IFDS, IFDS and GFSPL, both being wholly owned subsidiaries of, and controlled by Western, were fellow subsidiaries.
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable.	December 2, 2019
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	INR 642,637,700 divided into 128,527,540 equity shares of INR 5/- each.
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 642,637,700 divided into 128,527,540 equity shares of INR 5/- each.
Total diluted share/ voting capital of the TC after the said acquisition	INR 642,637,700 divided into 128,527,540 equity shares of INR 5/- each.

Signed for and on behalf of
Global Footwear Services Private Limited

Name: Chong Chee Kiam Jeremy
Designation: Director
Date: 6th December 2019
Place: Singapore

Annexure A**Shareholding Pattern of Target Company (i.e. BIL)**

Shareholders	Pre-Transaction			Post-Transaction		
	Number	% w.r.t total share capital of TC	% w.r.t total diluted share/ voting capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC	% w.r.t total diluted share/ voting capital of TC
Bata BN (Promoter)	68,065,514	52.96	52.96	68,065,514	52.96	52.96
Public Shareholders	60,462,026	47.04	47.04	60,462,026	47.04	47.04

Shareholding Pattern of the Promoter of BIL (i.e. Bata BN) of the Target Company

Shareholders	Pre-Transaction			Post-Transaction		
	Number	% w.r.t total share capital	% w.r.t total diluted share/ voting capital	Number	% w.r.t total share capital	% w.r.t total diluted share/ voting capital
GFSPL	20,500	100	100	20,500	100	100

Shareholding Pattern of GFSPL

Shareholders	Pre-Transaction			Post-Transaction		
	Number	% w.r.t total share capital	% w.r.t total diluted share/ voting capital	Number	% w.r.t total share capital	% w.r.t total diluted share/ voting capital
Western	5000	100	100	5000	100	100