

December 13, 2019

To:
Securities and Exchange Board of India
Plot No.C4-A, 'G' Block
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Sub: Intimation under Regulation 10(7) 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 is a wholly owned subsidiary of International Footwear Distributors S.à r.l. (“**IFDS**”), which is a private limited liability company 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.
4. Prior to November 14, 2019, IFDS was a direct wholly owned subsidiary of, and controlled by 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. As a part of an internal reorganisation of the group companies under the ownership and control of Western, the entire share capital of IFDS held by Western (being 12,500 ordinary shares representing 100% (*one hundred percent*) of the share capital of IFDS) was transferred by Western to 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, another wholly owned subsidiary of Western (the “**Transaction**”), on November 14, 2019.
5. Post Transaction, GFSPL holds the entire share capital of IFDS, and therefore indirectly holds the entire share capital of BBN. GFSPL therefore indirectly holds 52.96% (*fifty two point nine six percent*) of the equity shares of BIL.¹ 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 intimation in terms of Regulation 10(7) of the Takeover Regulations, in the format specified therein, in relation to the aforesaid transaction, together with a demand draft no. 630627 dated

¹ Please note that voluntary liquidation proceedings have been initiated in relation to IFDS, in accordance with applicable laws of Luxembourg. Pursuant to the liquidation of IFDS, GFSPL would hold the entire share capital of BBN in accordance with applicable laws of Luxembourg. The aforesaid acquisition is exempt from the obligation to make an open offer, in terms of Regulation 10(1)(g) of the Takeover Regulations. Requisite filings under the Takeover Regulations, as applicable, with respect to the aforesaid transaction will be made.

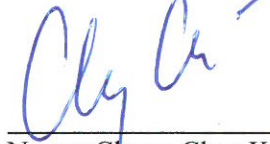
December 9, 2019 drawn on OCBC Bank for an amount of INR 1,50,000 (Indian Rupees One Hundred And Fifty Thousand) in favour of the Securities and Exchange Board of India in relation to the Transaction

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: 13th December 2019

Place: Singapore

CC to:

BSE Limited

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

Calcutta Stock Exchange Limited

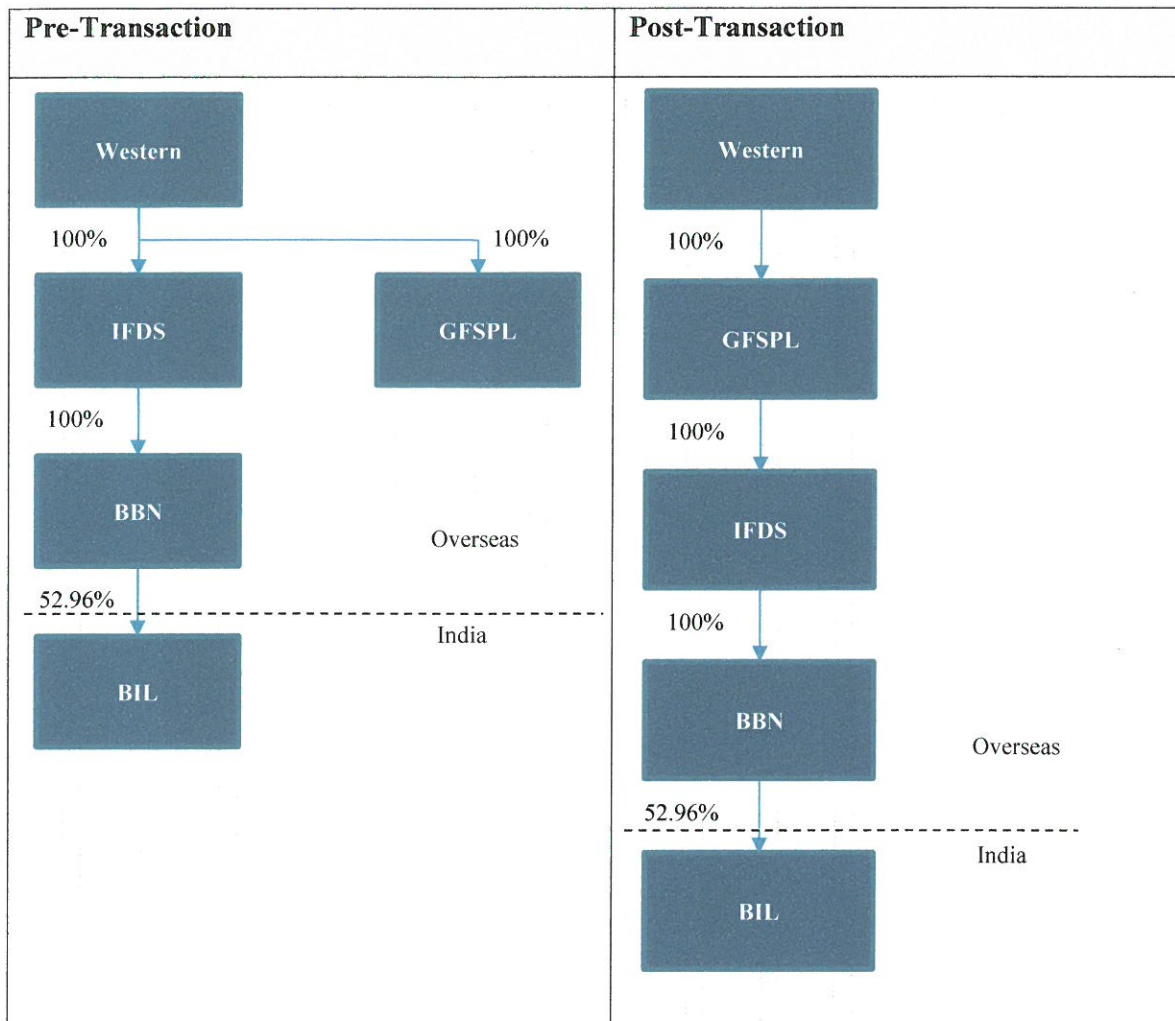
7, Lyons Range,
Kolkata – 700001

National Stock Exchange of India Limited

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

Bata India Limited

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

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

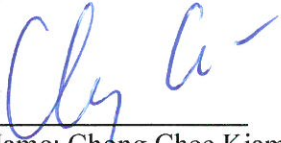
FORMAT FOR DISCLOSURES UNDER REGULATION 10(7) - REPORT TO STOCK EXCHANGES IN RESPECT OF ANY ACQUISITION MADE IN RELIANCE UPON EXEMPTION PROVIDED FOR IN REGULATION 10 OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1.	General Details	
	a. Name, address, telephone no., e-mail of acquirer(s)	Name: Global Footwear Services Private Limited (“GFSPL”) a limited liability company organized and existing under the laws of Singapore. Address (Registered Office): 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098. Telephone No.: +65 6339 1433 Email: inquiry@globalfs.com.sg
	b. Whether sender is the acquirer (Y/N)	Yes.
	c. If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not applicable, since the sender is the acquirer.
	d. Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	Not applicable, since the sender is the acquirer.
2.	Compliance of Regulation 10(7)	
	a. Date of Report	December 13, 2019.
	b. Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes.
	c. Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, a demand draft no. 630627 dated December 9, 2019 drawn on OCBC Bank for an amount of INR 1,50,000 (<i>Indian Rupees One Lakh Fifty Thousand</i>) in favour of the Securities and Exchange Board of India is enclosed herewith, as Annexure D .
3.	Compliance of Regulation 10(5)	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition.	Yes.
	b. Date of Report	November 6, 2019
4.	Compliance of Regulation 10(6)	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition	Yes.
	b. Date of Report	November 15, 2019
5.	Details of the Target Company	
	a. Name & address of TC	Name: Bata India Limited (“BIL” or “TC”) Address: 27B, Camac Street, 1 st Floor, Kolkata –

			700016, West Bengal, India.			
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited Calcutta Stock Exchange Limited			
6. Details of the acquisition						
	a.	Date of acquisition	November 14, 2019			
	b.	Acquisition price per share (in Rs.)	Not applicable, as no consideration has been paid in relation to the acquisition.			
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7) (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(1) and 4 read with Regulation 5(1) of the Takeover Regulations.			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital /voting rights of TC	No. of Shares	% w.r.t total share capital /voting rights of TC
		Name(s) of the acquirer(s)	Please refer to <u>Annexure A</u>			
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital /voting rights of TC	No. of Shares	% w.r.t total share capital /voting rights of TC
		Name(s) of the seller(s)	Please refer to <u>Annexure A</u>			
7. Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(iii)						
	a.	Provide the names of the seller/s	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 to GFSPL.			
	b.	Specify the relationship between the acquirer/s and the seller/s.	GFSPL (i.e., the acquirer) is wholly owned and controlled by Western (i.e., the seller).			
	c.	Confirm that the acquirer and the seller/s satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations	Western transferred the entire share capital of its wholly owned subsidiary, 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) which was held by Western, to GFSPL. Since (i) GFSPL (i.e. the acquirer) is wholly			

			owned and controlled by Western; and (ii) Western (i.e. the seller) is the holding company of GFSPL, they satisfy such a relationship, as defined under Regulation 10(1)(a)(iii) of the Takeover Regulations.
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Not applicable, as no consideration has been paid in relation to the acquisition.
	e.	If shares of the TC are infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	November 6, 2019
	h.	1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). 2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same.	While the seller (being Western) and the acquirer (being GFSPL) were not required to comply with Chapter V of the Takeover Regulations during the 3 years prior to the date of the proposed acquisition, BBN, as a promoter of the TC, has complied with the said regulations during the aforesaid period. For the sake of completeness, we have enclosed herewith the copies of the disclosures made by BBN under Chapter V of the Takeover Regulations during the 3 years prior to the date of the proposed acquisition as Annexure B. The seller and the acquirer have made applicable disclosures set out in Chapter V of the Takeover Regulations, as applicable, in relation to the Proposed Transaction. A copy of the disclosures made by the acquirer and seller under Regulation 29(1) and 29(2) in respect of the Transaction is enclosed herewith as Annexure C.
	i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with.	We confirm that all the conditions specified under Regulation 10(1)(a)(iii) with respect to exemptions, as applicable, have been duly complied with.

Signed for and on behalf of
Global Footwear Services Private Limited



Name: Chong Chee Kiam Jeremy
Designation: Director
Date: 13th December 2019
Place: Singapore

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

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Bata BN (Promoter)	68,065,514	52.96	68,065,514	52.96
Public Shareholders	60,462,026	47.04	60,462,026	47.04

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

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
IFDS	20,500	100	20,500	100

Shareholding Pattern of IFDS

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Western	12,500	100	NIL	NIL
GFSPL	NIL	NIL	12,500	100

Shareholding Pattern of GFSPL

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Western	5,000	100	5,000	100

Annexure B

Annexure C

Annexure D

[Demand draft no. 630627 dated December 9, 2019 drawn on OCBC Bank has been separately enclosed