

TRISHASHNA HOLDINGS & INVESTMENTS PRIVATE LIMITED

Date: March 08, 2019

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra East, Mumbai – 400051

To,
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400001

Subject: Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ('SEBI (SAST) Regulations, 2011')

Dear Sir/Madam,

This is in reference to the captioned subject, please note that, we, Trishashna Holdings & Investments Private Limited ('Acquirer') are hereby submitting report for claiming exemption under Regulation 10(1)(d)(iii) of the SEBI (SAST) Regulations, 2011 pursuant to acquisition on March 04, 2019 of 10,712,378 (One Crore Seven Lacs Twelve Thousand Three Hundred and Seventy Eight) Equity Shares representing 21.90% of the Paid-up Share Capital of Satin Creditcare Network Limited ('Target Company') and 20.59% of the Fully Diluted Share Capital of the Target Company from Parishek Finance Private Limited, Niryas Food Products Private Limited, Parinita Investments Private Limited, Satin (India) Limited, Satin Media Solutions Limited, Taco Consultants Private Limited and UV Associates Private Limited pursuant to approval of Composite Scheme of Arrangement.

We, the Acquirer are the existing promoter of the Target Company and are qualifying person in terms of the provisions of Regulation 10(1)(d)(iii) of the SEBI (SAST) Regulations, 2011.

Kindly find the enclosed report as required under Regulation 10(6) of the SEBI (SAST) Regulations, 2011 and take note of the same.

For and on behalf of
Trishashna Holdings & Investments Private Limited


(Authorised Signatory)

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)	Satin Creditcare Network Limited
2.	Name of the acquirer(s)	Trishashna Holdings & Investments Private Limited Neeti Singh Satvinder Singh Harbans Singh H P Singh Anureet H P Singh Wisteria Holdings and Investments Private Limited
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited BSE Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition pursuant to approval of Composite Scheme of Arrangement amongst Taco Consultants Private Limited (Transferor Company 1/ Resulting Company 2) and Satin (India) Limited (Transferor Company 2/ Resulting Company 3) and Niryas Food Products Private Limited (Transferor Company 3/ Resulting Company 4) and UV Associates Private Limited (Transferor Company 4/ Resulting Company 5) and Satin Media Solutions Limited (Transferor Company 5/ Resulting Company 6) and Trishashna Holdings & Investments Private Limited (Resulting Company 1) and Parishek Finance Private Limited (Demerged Company 2) and Riwaaz Investments Private Limited (Demerged Company 3) and Parinita Investments Private Limited (Transferee Company/ Demerged Company 1) and their respective Shareholders and Creditors effective from March 04, 2019.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Sub-clause (iii) of clause (d) of sub-regulation (1) of Regulation 10 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

For TRISHASHNA HOLDINGS & INVESTMENTS PRIVATE LIMITED


Director / Authorised Signatory

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.	No, the disclosure was not required to be made under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.		
7.	Details of acquisition	Disclosures required to be made under Regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	<ul style="list-style-type: none"> - Parishek Finance Private Limited - Niryas Food Products Private Limited - Parinita Investments Private Limited - Satin (India) Limited - Satin Media Solutions Limited - Taco Consultants Private Limited - UV Associates Private Limited 		Not Applicable
	b. Date of acquisition	March 04, 2019		Not Applicable
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Name of the Seller	No. of Shares transferred pursuant to composite scheme	Not Applicable

For TRISHASHNA HOLDINGS & INVESTMENTS PRIVATE LIMITED


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			On the basis of Total Share Capital	On the basis of Fully Diluted Share Capital	
		Parishek Finance Private Limited	2,150,880	4.40	4.13
		Niryas Food Products Private Limited	1,468,420	3.00	2.82
		Parinita Investments Private Limited	1,765,720	3.61	3.39
		Satin (India) Limited	1,669,209	3.41	3.21
		Satin Media Solutions Limited	1,319,669	2.70	2.54
		Taco Consultants Private Limited	1,242,660	2.54	2.39
		UV Associates Private Limited	1,095,820	2.24	2.11
	d. Total shares proposed to be acquired / actually acquired as a % of	21.90% of the Paid-up Share Capital of the Target company and 20.59% of the Fully Diluted Share Capital of the Target Company.			Not Applicable

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	diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired	Shares have been acquired pursuant to Composite Scheme of Arrangement			Not Applicable
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				
	- Trishashna Holdings & Investments Private Limited	1,026,865	2.10	11,739,243#	24.00
	- Neeti Singh	137,711	0.28	137,711	0.28
	- Satvinder Singh	257,011	0.53	257,011	0.53
	- Harbans Singh	406,402	0.83	406,402	0.83
	- H P Singh	415,123	0.85	415,123	0.85
	- Anupreet H P Singh	485,356	0.99	485,356	0.99
	- Wisteria Holdings and Investments Private Limited	89,066	0.18	89,066#	0.18
	TOTAL	2,817,534	5.76	13,529,912	27.67
	Seller				
	- Parishek Finance Private Limited	2,150,880	4.40	0	0.00
	- Niryas Food Products Private Limited	1,468,420	3.00	0	0.00
	- Parinita Investments Private Limited	1,765,720	3.61	0	0.00
	- Satin (India) Limited	1,669,209	3.41	0	0.00
	- Satin Media Solutions Limited	1,319,669	2.70	0	0.00

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-	Taco Consultants Private Limited	1,242,660	2.54	0	0.00
-	UV Associates Private Limited	1,095,820	2.24	0	0.00
	TOTAL	10,712,378	21.90	0	0.00

(*) These percentages have been calculated on the basis of the Paid-up Share Capital of the Target Company i.e. INR 489,038,670/- (Indian Rupees Forty eight Crores ninety lacs thirty eight thousand six hundred seventy) divided into 4,89,03,867 (Four Crores Eighty Nine Lacs Three Thousand Eight Hundred and Sixty seven) Equity Shares of face value of INR 10/- (Indian Rupees Ten Only) each.

(#) Trishashna Holdings & Investments Private Limited has acquired 33,000 and 30,000 shares of the Target Company on March 05, 2019 and March 07, 2019, respectively. Also, Wisteria Holdings & Investments Private Limited has acquired 10,934 shares of the Target Company on March 05, 2019.

For and on behalf of

Trishashana Holdings & Investments Private Limited

For TRISHASHNA HOLDINGS & INVESTMENTS PRIVATE LIMITED



Director / Authorised Signatory

(Authorised Signatory)

Place: New Delhi

Date: March 08, 2019