

# DARTMOUR HOLDINGS PRIVATE LIMITED

Regd Office: Wockhardt Towers, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

Phone : 91-22-2653 4444 ; Fax : 91-22-2652 3905

Corporate Identity Number (CIN): U51909MH2004PTC143952

July 8, 2014

|                                                                                                                                                                                                 |                                                                                                                                        |
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| Listing Department<br>✓ <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Bandra-Kurla Complex,<br>Bandra ( East)<br>Mumbai – 400 051<br><br><b>Security Code : WOCKPHARMA</b> | Corporate Relations Department<br><b>BSE Limited</b><br>P J Towers<br>Dalal Street<br>Mumbai 400 001<br><br><b>Scrip Code : 532300</b> |
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**Re: Disclosure under Regulation 29(2) of SEBI ( Substantial Acquisition of shares and Takeover ) Regulations , 2011**

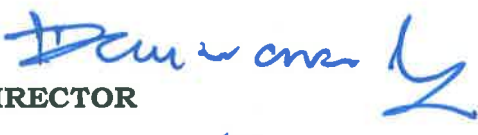
Dear Sir,

Please find enclosed disclosure in terms of Regulation 29(2) of SEBI ( Substantial Acquisition of shares and Takeover ) Regulations , 2011 for change in shareholding in Wockhardt Limited, Target Company .

Kindly take the above on your records and acknowledge the receipt

Yours Cordially

For **DARTMOUR HOLDINGS PVT LTD**

  
**DIRECTOR**

Encl : As above

**Cc: Wockhardt Limited**

Wockhardt Towers  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai – 400 051

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                    |                                                                   |
|----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------------------------------------------|
| Name of the Target Company (TC)                                                        | Wockhardt Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                    |                                                                   |
| Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer | <p><b><u>Name of the Seller</u></b><br/>Dartmour Holdings Private Limited</p> <p><b><u>Names of PAC</u></b><br/> 1. Khorakiwala Holdings and Investments Private Limited<br/> 2. Palanpur Holdings and Investments Private Limited<br/> 3. Dr. Habil Khorakiwala<br/> 4. Dr.Huzaifa Khorakiwala<br/> 5. Dr.Murtaza Khorakiwala<br/> 6. Ms.Zahabiya Khorakiwala<br/> 7. Ms. Nafisa Khorakiwala<br/> 8. Amalthea Consultants<br/> 9. Lysithea Consultants<br/> 10.HNZ Consultants<br/> 11.Humuza Consultants<br/> Please refer to <b>Note 1</b> below for more details</p> |                                                                    |                                                                   |
| Whether the acquirer / seller belongs to Promoter/Promoter group                       | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                    |                                                                   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                     | 1.BSE Limited<br>2.National Stock Exchange of India Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                    |                                                                   |
| Details of the acquisition-/ disposal 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/disposal under consideration, holding of :</b>               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                    |                                                                   |
| a) Shares carrying voting rights                                                       | 6,828,325                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 6.21                                                               | 6.21                                                              |
| b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/         | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | NIL                                                                | NIL                                                               |



|                                                                                                                                                                                            |                                                                                                                                                                                                                                                                      |             |             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-------------|
| others)                                                                                                                                                                                    |                                                                                                                                                                                                                                                                      |             |             |
| c) Voting rights (VR) otherwise than by equity shares                                                                                                                                      | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| 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)                   | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                  | <b>6,828,325</b>                                                                                                                                                                                                                                                     | <b>6.21</b> | <b>6.21</b> |
| <b>Details of acquisition/sale</b>                                                                                                                                                         |                                                                                                                                                                                                                                                                      |             |             |
| a) Shares carrying voting rights acquired/sold                                                                                                                                             | 6,828,325                                                                                                                                                                                                                                                            | 6.21        | 6.21        |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                             | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| 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/sold     | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| d) Shares encumbered / invoked/released by the acquirer.                                                                                                                                   | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| <b>e) Total (a+b+c+/-d)</b>                                                                                                                                                                | <b>6,828,325</b>                                                                                                                                                                                                                                                     | <b>6.21</b> | <b>6.21</b> |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                             |                                                                                                                                                                                                                                                                      |             |             |
| a) Shares carrying voting rights                                                                                                                                                           | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| b) Shares encumbered with the acquirer                                                                                                                                                     | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| c) VRs otherwise than by equity shares                                                                                                                                                     | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| 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 | NIL                                                                                                                                                                                                                                                                  | NIL         | NIL         |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                  | <b>NIL</b>                                                                                                                                                                                                                                                           | <b>NIL</b>  | <b>NIL</b>  |
| Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)                                                    | The sale is pursuant to inter-se transfer of shares amongst qualifying persons being a company, its subsidiaries, its holding company, other subsidiaries of such holding company, persons holding not less than fifty percent of the equity shares of such company, |             |             |



|                                                                                                                            |                                                                                                                                                                                                             |
|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                            | other companies in which such persons hold not less than fifty percent of the equity shares, and their subsidiaries subject to control over such qualifying persons being exclusively held by same persons. |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 7 <sup>th</sup> July ,2014                                                                                                                                                                                  |
| Equity share capital / total voting capital of the TC before the said acquisition/sale                                     | Rs.550,039,515/-                                                                                                                                                                                            |
| Equity share capital/ total voting capital of the TC after the said acquisition/sale                                       | Rs. 550,039,515/-                                                                                                                                                                                           |
| Total diluted share/voting capital of the TC after the said acquisition/sale                                               | Rs. 550,039,515/-<br><b>Please refer Note 2 below</b>                                                                                                                                                       |

#### Note 1

Dartmour Holdings Private Limited (DHPL), promoter company transferred 6,828,325 equity shares constituting 6.21% equity share capital by way of gift on July 7, 2014 to Humuza Consultants, partnership firm. Simultaneous with the said transfer, Khorakiwala Holdings and Investments Private Limited (KHIPL) & Palanpur Holdings and Investments Private Limited (PHIPL), promoter companies also transferred their entire holding in Wockhardt Limited to Humuza Consultants, Amalthea Consultants, Lysithea Consultants and HNZ Consultants, partnership firms. The said transfers are exempt in terms of Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeover ) Regulations, 2011.

#### Note 2

The Target Company has outstanding convertible securities viz Optionally Convertible Cumulative Redeemable Preference Shares (OCCRPS). Total paid up share capital of the Target Company assuming full conversion of Optionally convertible Cumulative Redeemable Preference Shares (OCCRPS) is not ascertainable due to following reasons:

The OCCRPS were allotted pursuant to CDR package. As the ratio of conversion of convertible Preference shares into equity shares is dependent on the price to be calculated on the 'Relevant Date', which is future date, it is not possible to ascertain the number of equity shares to be allotted on conversion and hence the paid up equity capital of the company after the conversion of the proposed preference shares into equity shares is not ascertainable.

For **Dartmour Holdings Private Limited**



**Director**

Place: Mumbai

Date: July 8, 2014