

HNZ CONSULTANTS

Regd Office: C/o G Block, Plot C-2 Wockhardt Towers, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051

July 8, 2014

Listing Department ✓ National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 Security Code : WOCKPHARMA	Corporate Relations Department BSE Limited P J Towers Dalal Street Mumbai 400 001 Scrip Code : 532300
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Re: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations , 2011

Dear Sir,

Please find enclosed herewith disclosure under Regulation 29(1) under SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 in respect of acquisition of equity shares of Wockhardt Limited ("Target Company").

Kindly take the above on your records and acknowledge the receipt

Yours Cordially

For **HNZ Consultants**

HNZ Discretionary Trust as a partner

Through its Trustee Pasithee Trustee Company Pvt Ltd



Partner

Cc: **Wockhardt Limited**

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

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Wockhardt Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Name of the Acquirer</u> 1. HNZ Consultants <u>Name of the persons acting in concert with the acquirer</u> 1 Humuza Consultants 2. Lysithea Consultants 3. Amalthea Consultants 4. Khorakiwala Holdings and Investments Private Limited 5. Palanpur Holdings and Investments Private Limited 6. Dartmour Holdings Private Limited 7. Dr Habil Khorakiwala 8. Dr. Huzaifa Khorakiwala 9. Dr. Murtaza Khorakiwala 10. Ms. Nafisa Khorakiwala 11. Ms Zahabiya Khorakiwala Please refer Note 1 for further details
Whether the acquirer belongs to Promoter/Promoter group	After the said acquisition, Acquirer will be disclosed as a promoter. Since Acquirer is a Partnership Firm, Pasithee Trustee Company Private Limited (Trustee of HNZ Discretionary Trust being major partner in HNZ Consultants) will be disclosed as promoter
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1.BSE Limited 2.National Stock Exchange of India 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	Nil	Nil	Nil
b) Voting rights (VR) otherwise than by equity 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)	Nil	Nil	Nil
d) Total (a+b+c)	Nil	Nil	Nil
Details of acquisition			
a) Shares carrying voting rights acquired	52,00,000	4.73	4.73
b) VRs acquired otherwise than by equity 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	Nil	Nil	Nil
d) Total (a+b+c)	52,00,000	4.73	4.73
After the acquisition, holding of:			
a) Shares carrying voting rights	52,00,000	4.73	4.73
b) VRs otherwise than by equity 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) after acquisition	Nil	Nil	Nil
d) Total (a+b+c)	52,00,000	4.73	4.73



Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	The acquisition 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.
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Equity shares of the company of Rs.5/- each
Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	7 th July ,2014
Equity share capital / total voting capital of the TC before the said acquisition	Rs.550,039,515/-
Equity share capital/ total voting capital of the TC after the said acquisition	Rs.550,039,515/-
Total diluted share/voting capital of the TC after the said acquisition	Rs.550,039,515/- Please refer Note 2

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Note 1

On 7th July 2014, HNZ Consultants acquired by way of gift 52,00,000 equity shares of Wockhardt Limited ("Target Company/TC") from Khorakiwala Holdings and Investments Private Limited (KHIPL) existing promoter company. Simultaneously, with the transfer between KHIPL and Pasithee Trustee Company Private Limited, Humuza Consultants, Amalthea Consultants and Lysithea Consultants, all partnership firms acquired 75,897,757 equity shares from KHIPL, Palanpur Holdings and Investments Private Limited (PHIPL) and Dartmour Holdings Private Limited (DHPL) constituting 68.99% of equity share capital of Wockhardt Limited. The aforesaid transfers are exempt in terms of Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.



On account of HNZ Consultants being a partnership firm, the equity shares of TC will be held in the name of Pasithee Trustee Company Private Limited / HNZ Trading & Services LLP and the voting rights would be exercised by Pasithee Trustee Company Private Limited in its capacity as a trustee of HNZ Discretionary Trust, major partner of HNZ Consultants.

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 HNZ Consultants
HNZ Discretionary Trust as a partner
through its trustee Pasithee Trustee Company Private Limited



Partner

Place: Mumbai

Date: July 8, 2014