

Mangala A. Chandavarkar
401, Gilder Villa Premises,
17, Master Vinayak Cross Road,
Bandra (West), Mumbai- 400050

March 30, 2017

National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, BandraKurla Complex, Bandra (E) Mumbai - 400 051 E-mail: takeover@nse.co.in	BSE Limited P J Towers, Dalal Street Fort, Mumbai-400 001 E-mail: corp.relations@bseindia.com
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Sub: Inter-se transfer of equity shares of FDC Limited (NSE Scrip Code: FDC; BSE Scrip Code: 531599) under regulation 10(1)(a)(iii) of Securities and Exchange Board of India(Substantial Acquisition of Shares and Takeovers) Regulation, 2011

Dear Sir,

Please find enclosed herewith the disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to a transfer of equity shares of FDC Limited by Mangala Ashok Chandavarkar.

Thanking you,

Yours sincerely,

Mangala A. Chandavarkar

Mangala Ashok Chandavarkar

Encl: As above

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

1.	Name of the Target Company (TC)	FDC Limited		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p><u>Seller:</u></p> <p>Mangala Ashok Chandavarkar</p> <p><u>PAC:</u></p> <ol style="list-style-type: none"> 1. Ashok Anand Chandavarkar 2. Ameya Ashok Chandavarkar 3. Aditi C Bhanot 4. Mohan Anand Chandavarkar 5. Sandhya Mohan Chandavarkar 6. Nandan Mohan Chandavarkar 7. Meera Ramdas Chandavarkar 8. Nomita Ramdas Chandavarkar 9. Leo Advisors Private Limited 10. Virgo Advisors Private Limited <p>(Refer to Note 1 below)</p>		
3.	Whether the acquirer belongs to Promoter / Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)		
5.	Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
6.	Before the acquisition/sale under consideration, holding of:			
	a) Shares carrying voting rights			
	- Mangala Ashok Chandavarkar	10,756,110	6.05	6.05
	- Ashok Anand Chandavarkar	16,134,016	9.07	9.07
	- Ameya Ashok Chandavarkar	10,720,580	6.03	6.03
	- Aditi C Bhanot	1,200,000	0.67	0.67
	- Mohan Anand Chandavarkar	19,020,258	10.70	10.70
	- Sandhya Mohan Chandavarkar	19,355,730	10.88	10.88
	- Nandan Mohan Chandavarkar	5,445,762	3.06	3.06
	- Meera Ramdas Chandavarkar	34,189,260	19.23	19.23
	- Nomita Ramdas Chandavarkar	5,682,940	3.20	3.20
	- Leo Advisors Private Limited	-	-	-
	- Virgo Advisors Private Limited	-	-	-
	b) Shares in the Nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL
	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	NIL	NIL	NIL

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	carrying voting rights in the TC (specify holding in each category) e) Total (a+b+c+d)	122,504,656	68.89	68.89
7.	Details of acquisition/sale a) Shares carrying voting rights acquired/sold - Mangala Ashok Chandavarkar - Ashok Anand Chandavarkar - Ameya Ashok Chandavarkar - Aditi C Bhanot - Mohan Anand Chandavarkar - Sandhya Mohan Chandavarkar - Nandan Mohan Chandavarkar - Meera Ramdas Chandavarkar - Nomita Ramdas Chandavarkar - Leo Advisors Private Limited - Virgo Advisors Private Limited b) VRs acquired 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 (specify holding in each category) acquired. d) Shares in the Nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) e) Total (a+b+c+d)	(10,756,110) (16,134,016) - - - - - - - - 16,134,016 10,756,110 NIL NIL NIL NIL	(6.05) (9.07) - - - - - - - - 9.07 6.05 NIL NIL NIL	(6.05) (9.07) - - - - - - - - 9.07 6.05 NIL NIL NIL
		(Refer to Note 1 and 2 below)	(Refer to Note 1 and 2 below)	(Refer to Note 1 and 2 below)
8.	After the acquisition/sale, holding of: a) Shares carrying voting rights - Mangala Ashok Chandavarkar - Ashok Anand Chandavarkar - Ameya Ashok Chandavarkar - Aditi C Bhanot - Mohan Anand Chandavarkar - Sandhya Mohan Chandavarkar - Nandan Mohan Chandavarkar - Meera Ramdas Chandavarkar - Nomita Ramdas Chandavarkar - Leo Advisors Private Limited - Virgo Advisors Private Limited b) Shares in the Nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	- - 10,720,580 1,200,000 19,020,258 19,355,730 5,445,762 34,189,260 5,682,940 16,134,016 10,756,110 NIL	- - 6.03 0.67 10.70 10.88 3.06 19.23 3.20 9.07 6.05 NIL	- - 6.03 0.67 10.70 10.88 3.06 19.23 3.20 9.07 6.05 NIL

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	Shares pledged 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			
	e) Total (a+b+c+d)	122,504,656	68.89	68.89
		(Refer to Note 1 and Note 2 below)	(Refer to Note 1 and Note 2 below)	(Refer to Note 1 and Note 2 below)
9.	Mode of acquisition/ sale (e.g. open market / off Market/ public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Inter-se transfer by way of a block deal on the stock exchange at a price of Rs. 203.55 per equity share.		
10.	Date of acquisition/ sale of shares /VR or date of receipt of intimation of allotment of shares whichever is applicable	March 28, 2017		
11.	Equity share capital / total voting capital of the TC before the said acquisition/sale	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-		
12.	Equity share capital/ total voting capital of the TC after the said acquisition/sale	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-		
13.	Total diluted share/voting capital of the TC after the said acquisition/sale	177,833,084 equity shares of face value Re. 1/- each amounting to Rs. 177,833,084/-		

Note 1:

This disclosure is being made on account of a transfer of 10,756,110 equity shares carrying voting rights of the Target Company comprising 6.05% of the total voting share capital of the Target Company by Mangala Ashok Chandavarkar to Virgo Advisors Private Limited.

In addition to the transfer of equity shares carrying voting rights from Mangala Ashok Chandavarkar to Virgo Advisors Private Limited, Ashok Anand Chandavarkar is also transferring 9.07% of the voting share capital of the Target Company held by him to Leo Advisors Private Limited for which a separate disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is being filed.

Note 2:

The transfers of equity shares set out herein are between members of the promoter group. As such, the aggregate holding of the promoter group of the Target Company remains unchanged pursuant to the consummation of such transfers.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

Mangala A. Chandavarkar

Mangala Ashok Chandavarkar
Promoter

Place: Mumbai
Date: March 30, 2017