



**ITCL**

IL&FS Trust Company Limited

August 12, 2014

To,

General Manager,  
Department of Corporate Services,  
14<sup>th</sup> Floor, Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001.

**DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part-A- Details of the Acquisition**

1. Name of the Target Company (TC)	Crompton Greaves Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IL&FS Trust Company Ltd (In our capacity as Security Trustee and Debenture Trustee - pledgee on behalf of Lenders & Debenture Holders) IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange (BSE) National Stock Exchange (NSE)		
5. 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 acquirer along with PACs of:			
a) Shares carrying voting rights	----	----	----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	----	----	----
c) Voting rights (VR) otherwise than by equity shares	----	----	----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify	----	----	----



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holding in each category)			
<b>Total (a+b+c+d)</b>			
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	----	----	----
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)	5,00,00,000	7.98%	----
<b>Total (a+b+c+d)</b>	<b>5,00,00,000</b>	<b>7.98%</b>	----
<b>After the acquisition, holding of acquirer along with</b>			
<b>PACs of:</b>			
a) Shares carrying voting rights	----	----	----
b) VRs 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) after acquisition	----	----	----
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	5,00,00,000	7.98%	----
<b>Total (a+b+c+d)</b>	<b>5,00,00,000</b>	<b>7.98%</b>	----
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Encumbrance by way of Pledge		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Listed Equity Shares having Face value of Rs 2 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.	August 08, 2014		
Equity share capital / total voting capital of the TC before the said acquisition	62,67,46,142 Shares		
Equity share capital/ total voting capital of the TC after the said acquisition	62,67,46,142 Shares		
Total diluted share/voting capital of the TC after the said acquisition			



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**Note:**

5,00,00,000 Equity Shares of Crompton Greaves Limited held by Avantha Holdings Limited have been pledged with IL&FS Trust Company Ltd (ITCL) in the following capacity:

- (i) Debenture Trustee to secure the issue of Non convertible Debentures (NCDs) issued by Avantha Holdings Limited, and
- (ii) Security Trustee for Term loan facility availed by Avantha Holdings Limited and Salient Financial Solutions Limited- a subsidiary of Avantha Holdings Limited.

As per the Securities Exchange Board of India letter dated August 08, 2014 (enclosed for your reference), the primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender and debenture holder and not on the Trustee. However, out of abundant caution, ITCL in its capacity as security trustee and debenture trustee are disclosing and filing this disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For IL&FS Trust Company Ltd:

Signature of Authorised Signatory

Place: Mumbai

Date: August 12, 2014