

Utkarsh Kanoria

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Dated: 21st March, 2017

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001	To Cheviot Company Limited 24, Park Street, Magma House 9th Floor, Kolkata - 700 016
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Dear Sir,

Please find enclosed herewith disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of indirect acquisition of shares and voting rights in the Target Company namely Cheviot Company Limited.

This is an indirect acquisition of shares and voting rights of Cheviot Company Limited [CCL] wherein Mr. Harsh Vardhan Kanoria has made Gift of 1,26,973 (69.8783%) shares of M/s Harsh Investments Private Limited (HIPL) and Mrs. Malati Kanoria has made Gift of 36,872 (20.2921%) shares of HIPL to their son Mr. Utkarsh Kanoria all of whom are existing declared promoters of the Target Company. The said HIPL is the holding company of the Target Company namely, CCL and holds 25,74,081 (57.0592%) shares of CCL.

Thanking you
Yours faithfully


(Utkarsh Kanoria)

Enclosed: As stated above.

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

Name of the Target Company (TC)	M/s. Cheviot Company Limited (CCL). There is an indirect acquisition of shares and voting rights in CCL by the Acquirer.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Utkarsh Kanoria. There is an indirect acquisition of shares and voting rights in CCL by the Acquirer.		
Whether the acquirer belongs to Promoter/ Promoter group	Yes.		
	Harsh Investments Private Limited (HIPL) is holding 25,74,081 (57.0592%) shares in CCL.		
	Prior to this transaction, Mr. Harsh Vardhan Kanoria was holding 1,27,248 (70.0296%) shares in HIPL, Mrs. Malati Kanoria was holding 38,132 (20.9856%) shares in HIPL and Mr. Utkarsh Kanoria was holding 16,326 (8.9848%) shares in HIPL.		
	Mr. Harsh Vardhan Kanoria has transferred 1,26,973 shares held by him in HIPL constituting 69.8783% of the paid up capital of HIPL to his son Mr. Utkarsh Kanoria by way of gift.		
	Mrs. Malati Kanoria has transferred 36,872 shares held by her in HIPL constituting 20.2921% of the paid up capital of HIPL to her son Mr. Utkarsh Kanoria by way of gift.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
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 (**)
Before the acquisition / disposal under consideration, holding 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 shares 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) e) Total (a+b+c+d)	As per Annexure 1		

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Details of acquisition / sale a) Shares carrying voting rights acquired/sold b) VRs acquired /sold otherwise than by 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/sold d) Shares encumbered / invoked/released by the acquirer e) Total (a+b+c+d)	As per Annexure 2
After the acquisition / sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares 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)	As per Annexure 3
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se Transfer of shares of HIPL (A Promoter Group Company holding 57.0592% shares of Target Company - CCL) by way of gift from father (Mr. Harsh Vardhan Kanoria) and mother (Mrs. Malati Kanoria) to their son (Mr. Utkarsh Kanoria) all of whom are existing declared promoters of the Target Company.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Monday, 20th March, 2017
Equity share capital / total voting capital of the TC before the said acquisition / sale	45,11,250 ordinary shares of face value of Rs. 10 each i.e. Rs. 4,51,12,500/-
Equity share capital/ total voting capital of the TC after the said acquisition / sale	45,11,250 ordinary shares of face value of Rs. 10 each i.e. Rs. 4,51,12,500/-
Total diluted share/voting capital of the TC after the said acquisition	45,11,250 ordinary shares of face value of Rs. 10 each i.e. Rs. 4,51,12,500/-

Note:

(*) Total share capital/voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 (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.


Mr. Utkarsh Kanoria

(Acquirer)

Signature of the acquirer / seller / Authorised Signatory

Place : Kolkata

Date : 21st March, 2017

Name of the Target Company: Cheviot Company Limited

Annexure 1

Sl. No.	Particulars	Before the acquisition / disposal under consideration, holding of		
		Number	% w.r.t. total share capital	% w.r.t. total diluted share capital of the TC
	a) Shares carrying voting rights:			
	- Acquirers			
1	Mr. Utkarsh Kanoria	170,191	3.7726	3.7726
	- Sellers			
1	Mrs. Malati Kanoria	285,150	6.3209	6.3209
2	Mr. Harsh Vardhan Kanoria	343,840	7.6218	7.6218
	- Other entities forming part of Promoter Group			
1	Harsh Investments Private Limited	2,574,081	57.0592	57.0592
2	Abhyadoot Finance and Investments Private Ltd.	9,000	0.1995	0.1995
3	Cheviot International Ltd.	150	0.0033	0.0033
4	Cheviot Agro Industries Pvt.Ltd.	900	0.0199	0.0199
		3,383,312	74.9972	74.9972
	b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	0	0.0000	0.0000
	c) Voting rights (VR) otherwise than by shares	0	0.0000	0.0000
	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)	0	0.0000	0.0000
	e) Total (a+b+c+d)	3,383,312	74.9972	74.9972

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Name of the Target Company: Cheviot Company Limited

Annexure 2

Sl. No.	Particulars	Details of acquisition / sale		
		Number	% w.r.t. total share capital	% w.r.t. total diluted share capital of the TC
	a) Shares carrying voting rights acquired/sold			
	- Acquirers			
1	Mr. Utkarsh Kanoria	0	0.0000	0.0000
	- Sellers			
1	Mrs. Malati Kanoria	0	0.0000	0.0000
2	Mr. Harsh Vardhan Kanoria	0	0.0000	0.0000
	- Other entities forming part of Promoter Group			
1	Harsh Investments Private Limited	0	0.0000	0.0000
2	Abhyadoot Finance and Investments Private Ltd.	0	0.0000	0.0000
3	Cheviot International Ltd.	0	0.0000	0.0000
4	Cheviot Agro Industries Pvt.Ltd.	0	0.0000	0.0000
	b) VRs acquired /sold otherwise than by shares	0	0.0000	0.0000
	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	0	0.0000	0.0000
	d) Shares encumbered/invoked/released by the acquirer	0	0.0000	0.0000
	e) Total (a+b+c+d)	0	0.0000	0.0000

Note: There has not been any change in the direct shareholding of the Acquirer and Sellers in the Target Company. The shares of a Promoter Group Company, i.e. HIPL which holds 57.0592% shares of the Target Company, have been gifted by Mr. Harsh Vardhan Kanoria (father) and Mrs. Malati Kanoria (mother) to Mr. Utkarsh Kanoria (their son).

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Name of the Target Company: Cheviot Company Limited

Annexure 3

Sl. No.	Particulars	After the acquisition / sale, holding of		
		Number	% w.r.t. total share capital	% w.r.t. total diluted share capital of the TC
	a) Shares carrying voting rights			
	- Acquirers			
1	Mr. Utkarsh Kanoria	170,191	3.7726	3.7726
	- Sellers			
1	Mrs. Malati Kanoria	285,150	6.3209	6.3209
2	Mr. Harsh Vardhan Kanoria	343,840	7.6218	7.6218
	- Other entities forming part of Promoter Group			
1	Harsh Investments Private Limited	2,574,081	57.0592	57.0592
2	Abhyadoot Finance and Investments Private Ltd.	9,000	0.1995	0.1995
3	Cheviot International Ltd.	150	0.0033	0.0033
4	Cheviot Agro Industries Pvt.Ltd.	900	0.0199	0.0199
		3,383,312	74.9972	74.9972
	b) Shares encumbered with the acquirer	0	0.0000	0.0000
	c) VRs otherwise than by shares	0	0.0000	0.0000
	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	0	0.0000	0.0000
	e) Total (a+b+c+d)	3,383,312	74.9972	74.9972

Note: There has not been any change in shareholding of Cheviot Company Limited (CCL). Mr. Harsh Vardhan Kanoria has made gift of 1,26,973 (69.8783%) shares in HIPL and Mrs. Malati Kanoria has made gift of 36,872 (20.2921%) shares in HIPL, to their son Mr. Utkarsh Kanoria. Since HIPL holds 57.0592% share capital of CCL, this falls into indirect acquisition of shares and voting rights of CCL.

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