

24<sup>th</sup> February, 2016



<b>BSE Limited</b> Corporate Relations Department P J Towers, Dalal Street Mumbai 400 001  <b><u>Scrip Code: 532300</u></b>  Fax Nos: 22723121	<b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza Bandra Kurla Complex, Bandra (E), Mumbai 400 051.  <b><u>NSE Symbol – WOCKPHARMA</u></b>  Fax Nos: <u>26598237 / 26598238</u>
--	---

Dear Sirs,

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

We are enclosing herewith Disclosure received from Khorakiwala Holdings and Investments Private Limited, Promoter Group Company under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 relating to change in Shareholding in Wockhardt Limited.

Kindly take the same on your records.

Thanking you,

for **Wockhardt Limited**

**Narendra Singh**  
**Company Secretary**

Encl: As above



**KHORAKIWALA HOLDINGS AND INVESTMENTS 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): U67120MH1981PTC023803

24<sup>th</sup> February, 2016

<p><b>BSE Limited</b> Corporate Relations Department P J Towers, Dalal Street Mumbai 400 001</p> <p><b><u>Scrip Code: 532300</u></b></p> <p>Fax Nos: 22723121</p>	<p><b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza Bandra Kurla Complex, Bandra (E), Mumbai 400 051.</p> <p><b><u>NSE Symbol – WOCKPHARMA</u></b></p> <p><b><u>Fax Nos: 26598237 / 26598238</u></b></p>
---	---

Dear Sirs,

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

Please find enclosed disclosure in accordance with Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 relating to change in Shareholding in Wockhardt Limited.

Kindly take the same on your records.

Thanking you,

for Khorakiwala Holdings and Investments Private Limited

  
**Dr. Habil Khorakiwala**  
Chairman

Encl: As above

CC: Wockhardt Limited  
D-4, MIDC, Chikalthana,  
Aurangabad - 431006

**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 Acquirer</u></b> Khorakiwala holdings and Investments Pvt Ltd ('KHIPL'), Promoter Group Company.</p> <p><b><u>Names of Promoters/ PAC</u></b></p> <ol style="list-style-type: none"> <li>1. Dr. Habil Khorakiwala</li> <li>2. Dr. Huzaifa Khorakiwala</li> <li>3. Dr. Murtaza Khorakiwala</li> <li>4. Ms. Zahabiya Khorakiwala</li> <li>5. Ms. Nafisa Khorakiwala</li> <li>6. Dartmour Holdings Private Limited</li> <li>7. Palanpur Holdings and Investments Private Limited</li> <li>8. Amalthea Consultants</li> <li>9. Lysithea Consultants</li> <li>10. HNZ Consultants</li> <li>11. Humuza Consultants</li> <li>12. Themisto Trustee Company Private Limited</li> <li>13. Ananke Trustee Company Private Limited</li> <li>14. Callirhoe Trustee Company Private Limited</li> <li>15. Pasithee Trustee Company Private Limited</li> </ol>		
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 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	8,19,85,382 [Refer Note 1]	74.19 [Refer Note 1]	74.19 [Refer Note 1]
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 carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>8,19,85,382</b> [Refer Note 1]	<b>74.19</b> [Refer Note 1]	<b>74.19</b> [Refer Note 1]

<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	Nil	Nil	Nil
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) <del>Warrants/convertible securities/any other</del> instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	1,85,28,540	Not ascertainable. [Refer Note 2]	Not Ascertainable [Refer Note 2]
d) Shares encumbered / invoked/released by the acquirer.	Nil	Nil	Nil
<b>e) Total (a+b+c+/-d)</b>	<b>1,85,28,540</b>	<b>Not ascertainable</b>	<b>Not ascertainable</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	8,19,85,382 [Refer Note 1]	74.19 [Refer Note 1]	74.19 [Refer Note 1]
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) <del>Warrants/convertible securities/any other</del> instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	1,85,28,540	Not ascertainable	Not ascertainable
<b>e) Total (a+b+c+d)</b>	<b>Equity Shares: 8,19,85,382</b>	<b>74.19</b>	<b>74.19</b>
	<b>OCCRPS: 1,85,28,540</b>	<b>Not ascertainable</b>	<b>Not ascertainable</b>
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off Market purchase of 1,85,28,540 Optionally Convertible Cumulative Redeemable Preference Shares.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	23 <sup>rd</sup> February ,2016		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs.552,544,515/-		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs.552,544,515/-		
Total diluted share/voting capital of the TC after the said acquisition/sale	Not ascertainable [Refer Note 2]		

**Note:**

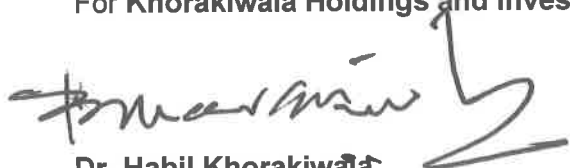
1. KHIPL does not hold any Equity Shares in the Target Company. However, 8,19,85,382 (74.19%) Nos. of Equity Shares of Face Value of Rs.5/- each (74.19%) are held by Promoters of Target Company (i.e. Dr. Habil Khorakiwala, Dr. Huzaifa Khorakiwala, Dr. Murtaza Khorakiwala, Ms. Nafisa Khorakiwala, Themisto Trustee Company Private Limited, Ananke Trustee Company Private Limited, Callirhoe Trustee Company Private Limited and Pasithee Trustee Company Private Limited).
2. The Target Company has outstanding convertible securities viz. 121,454,927 Optionally Convertible Cumulative Redeemable Preference Shares (OCCRPS), out of which the Acquirer (i.e. KHIPL) has acquired 18,528,540 Nos. of OCCRPS from bank.

The Total paid up Share Capital of the Target Company and the % of the total shares/ voting rights acquired by KHIPL, assuming part/ full conversion of OCCRPS, is not ascertainable due to following reasons:

*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. Hence, the paid up Equity Share Capital of the Company after the conversion of the OCCRPS into Equity Shares and % of total share capital is not ascertainable.*

3. KHIPL has also purchased 43,233,260 Nos. of Non-Convertible Cumulative Redeemable Preference Shares ('NCCRPS') of Face Value Rs.5/- each on 23<sup>rd</sup> February, 2016.

For Khorakiwala Holdings and Investments Pvt. Ltd.



**Dr. Habil Khorakiwala**  
Chairman

Place: Mumbai

Date : 24<sup>th</sup> February, 2016