

Crompton Greaves Consumer Electricals Limited

Registered & Corporate Office: Tower 3, 1st Floor,
East Wing, Equinox Business Park, LBS Marg,
Kurla (West), Mumbai 400 070. India
Tel: +91 22 6167 8499 F: +91 22 6167 8383
W: www.crompton.co.in CIN : L31900MH2015PLC262254

Date: 24 February 2022

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

E-mail: corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051

Email: takeover@nse.co.in

Butterfly Gandhimathi Appliances Limited

143, Pudupakkam Village,
Vandalur-Kelambakkam Road,
Kelambakkam, Chengalpattu – 603103

E-mail: priya.vm@butterflyindia.com

Dear Sir/ Madam,

Subject: Disclosure under Regulation 29(1) read with Regulation 29(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations").

Please see enclosed a disclosure by Crompton Greaves Consumer Electricals Limited under Regulation 29(1) read with Regulation 29(4) of the Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours truly,

For Crompton Greaves Consumer Electricals Limited



Pragya Kaul
Company Secretary & Compliance Officer



Encl: As above

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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Butterfly Gandhimathi Appliances Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Crompton Greaves Consumer Electricals Limited [#]		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited 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 acquirer along with PACs of: [#]			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ other)	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
e) Total (a+b+c+d)	Nil	Nil	Nil



Details of acquisition: #			
a) Shares carrying voting rights acquired	Nil	Nil	Nil
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) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	1,10,45,993#	61.78%#	61.78%#
e) Total (a+b+c+/-d)	1,10,45,993#	61.78%#	61.78%#
After the acquisition, holding of acquirer along with PACs of: #			
a) Shares carrying voting rights	Nil	Nil	Nil
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) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ other)	1,10,45,993#	61.78%#	61.78%#
e) Total (a+b+c+d)	1,10,45,993#	61.78%#	61.78%#
Mode of acquisition (e.g. open market/ public issue/ rights issue/ preferential allotment/ inter-se transfer/encumbrance, etc.)	Encumbrance in terms of the share purchase agreement dated 22.02.2022 ("SPA") and a non-disposal undertaking dated 22.02.2022 ("NDU") (as explained in the Note below)#		



Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	Not applicable
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	February 22, 2022 [#]
Equity share capital / total voting capital of the TC before the said acquisition	1,78,79,551 (no. of equity shares)
Equity share capital/ total voting capital of the TC after the said acquisition	1,78,79,551 (no. of equity shares)
Total diluted share/voting capital of the TC after the said acquisition	1,78,79,551 (no. of equity shares)

The SPA was executed between the Acquirer, certain members of the promoter group of the TC ("Sellers"), and the TC, wherein the Sellers are restricted from transferring, encumbering, or otherwise disposing 54% equity shares of TC. The SPA restrictions are applicable till completion of sale of equity shares of TC to the Acquirer under the SPA or termination of SPA ("Closing Date"). The NDU was executed by certain Sellers and other members of the promoter group of TC to *inter alia* record an NDU by the promoter group in relation to an additional 7.78% equity shares of TC in favour of the Acquirer. The NDU restrictions are applicable from the date of execution of the NDU until a period of 18 months from the Closing Date.

For Crompton Greaves Consumer Electricals Limited



Pragya Kaul
Company Secretary & Compliance Officer



Place: Mumbai

Date: 24 February 2022

Note:

(*) 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.

Part-B***

Name of the Target Company: Butterfly Gandhimathi Appliances Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Crompton Greaves Consumer Electricals Limited	No	AAFCC9473R

For Crompton Greaves Consumer Electricals Limited



Pragya Kaul
Company Secretary & Compliance Officer



Place: Mumbai

Date: 24 February 2022

Note:

(*)** Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.