

HNZ CONSULTANTS

Regd Office: C/o G Block, Plot C-2 Wockhardt Towers, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051

July 10, 2014

Listing Department ✓ National Stock Exchnage of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 Security Code : WOCKPHARMA	Corporate Relations Department BSE Limited P J Towers Dalal Street Mumbai 400 001 Scrip Code : 532300
---	--

Re: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition and Takeover) Regulations , 2011

Dear Sir,

Please find enclosed herewith disclosure being made by HNZ Consultants, Acquirer in prescribed format under Regulation 10(6) of SEBI (Substantial Acquisition and Takeover) Regulations , 2011

The disclosure is made in respect of acquisition of 5,200,000 equity shares of Wockhardt Limited by HNZ Consultants under Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition and Takeover) Regulations, 2011

Kindly take the above on your records and acknowledge the receipt

Yours Cordially

For **HNZ Consultants**
HNZ Discretionary Trust as a partner
Through its Trustee Pasithee Trustee Company Pvt Ltd



Partner

HNZ CONSULTANTS

Regd Office: C/o G Block, Plot C-2 Wockhardt Towers, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Wockhardt Limited	
2.	Name of the acquirer(s)	HNZ Consultants Please see Note 1 for further details	
3.	Name of the stock exchange where shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Please refer Note 1 for details	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10 (1) (a) (iii) – The acquisition is pursuant to inter-se transfer of shares amongst qualifying persons being a company, its subsidiaries, its holding company, other subsidiaries of such holding company, persons holding not less than fifty percent of the equity shares of such company, other companies in which such persons hold not less than fifty percent of the equity shares, and their subsidiaries subject to control over such qualifying persons being exclusively held by same persons. Please see Note 1 for further details	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes. The disclosure was made on June 30, 2014 and was within prescribed timelines. Acknowledged copies enclosed as Annexure A. Date of filing with stock exchange – June 30, 2014	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller –	Khorakiwala Holdings and Investments Private Limited	Yes

	b. Date of acquisition	July 7, 2014	Yes		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	52,00,000 equity shares of TC	Yes		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	4.73%	Yes.		
	e. Price at which shares are proposed to be acquired / actually acquired	Nil. The equity shares are proposed to be transferred/ acquired by way of gift.	Yes		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee(*) (Refer Note 1 below)	NIL	NIL	5,200,000	4.73%
	– Each Seller / Transferor (Refer Note 2)	71,116,132	64.65%	65,916,132	59.92%

Note 1

In view of intra-group restructuring, on 7th July 2014, HNZ Consultants acquired by way of gift 52,00,000 equity shares of RS. 5/- each of Wockhardt Limited (TC) constituting 4.73% of paid up equity share capital from Khorakiwala Holdings and Investments Private Limited, an existing promoter of the TC.

HNZ Consultants is a partnership firm in which following are the partners:

Name of the partners	Ratio	Name of the Trustee / Designated Partners /Partners
HNZ Discretionary Trust	99%	Trustee – Pasithee Trustee Company Private Limited of which Dr Habil Khorakiwala and Ms Nafisa Khorakiwala are Directors. Dr Habil Khorakiwala is in control and indirectly holds majority of the voting share capital of Pastihee Trustee Company Private Limited. Dr Habil Khorakiwala and Ms. Nafisa Khorakiwala are promoters of the TC and along with other promoters hold 74.53 % of the equity share capital of the TC.

HNZ Trading and Services LLP	1%	Dr .Habil Khorakiwala, Ms Zahabiya Khorakiwala and Ms Nafisa Khorakiwala are the partners with profit sharing ratio 60:30:10. Dr .Habil Khorakiwala and Ms Nafisa Khorakiwala are promoters of the TC and along with other promoters hold 74.53% of the equity share capital of the TC.
------------------------------	----	---

On account of HNZ Consultants being a partnership firm, the equity shares of TC are held in the name of Pasithee Trustee Company Private Limited / HNZ Trading & Services LLP and the voting rights shall be exercised by Pasithee Trustee Company Private Limited in its capacity as a trustee of HNZ Discretionary Trust, major partner of HNZ Consultants.

Since Dr Habil Khorakiwala controls and holds more than 50% of the equity share capital of KHIPL and controls and indirectly holds more than 50% of the equity share capital of PasitheeTrustee Company Private Limited the transfer of shares between KHIPL and Pasithee Trustee Company Private Limited is exempt from making an open offer in terms of Regulation 10(1)(a)(iii) of the Takeover Regulations.

Note 2

Simultaneously, with the transfer between KHIPL and Pasithee Trustee Company Private Limited, Amalthea Consultants, Lysithea Consultants and Humuza Consultants, all partnership firms acquired 65,916,132 equity shares from KHIPL constituting 59.92% of equity share capital of Wockhardt Limited. Accordingly, on 7th July 2014, KHIPL ceased to hold any equity shares in Wockhardt Limited. Separate filings have been made under the Takeover Regulations for the aforesaid transfers.

For HNZ Consultants

HNZ Discretionary Trust as a Partner

Through its Trustee Pasithee Trustee Company Pvt Ltd



Partner

Date: July 10, 2014

Place: Mumbai