

November 5, 2019

To:

BSE Limited
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051

Sub: Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (the “Takeover Regulations”)

Dear Sir/ Ma’am,

1. Bata India Limited (“**BIL**”) is a public company incorporated and existing under the laws of India, and having its registered office at 27B, Camac Street, 1st Floor, Kolkata – 700016, West Bengal, India. The equity shares of BIL are listed on BSE Limited, National Stock Exchange of India Limited and The Calcutta Stock Exchange Limited.
2. The promoter of BIL is its immediate parent, Bata BN (“**BBN**”), a financial holding company incorporated and existing under the laws of the Netherlands, having its registered office at Europaplein 1, 5684 ZC, Best, the Netherlands. BBN holds 52.96% (*fifty two point nine six percent*) of the equity shares of BIL. The shareholding pattern of BIL as of November 1, 2019 is as under:

Category of shareholder	Number of shares	Percentage of Shares
Promoter (BBN)	68,065,514	52.96%
Public shareholders	60,462,026	47.04%

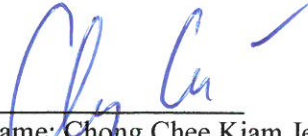
3. At present, BBN is a wholly owned subsidiary of International Footwear Distributors S.à r.l. (“**IFDS**”), which is a private limited liability company organised and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 6 Rue Eugène Ruppert, 2453 Luxembourg, Grand Duchy of Luxembourg. The entire share capital of IFDS is in turn held by Western Investment & Trading Company Limited (“**Western**”), a company organised and existing under the laws of Bermuda, having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.
4. It has been proposed to undertake an internal reorganisation of the group companies which are under the ownership and control of Western, as part of which the entire share capital of IFDS held by Western (12,500 ordinary shares representing 100% of the share capital of IFDS) would be transferred by Western to Global Footwear Services Private Limited (“**GFSPL**”) a limited liability company organized and existing under the laws of Singapore, having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore 179098, a wholly owned subsidiary of Western (the “**Proposed Transaction**”).
5. IFDS and GFSPL are both wholly owned subsidiaries of, and controlled by Western.
6. Upon the consummation of the Proposed Transaction, GFSPL will hold the entire share capital of IFDS, and therefore indirectly hold the entire share capital of BBN. GFSPL will therefore indirectly hold 52.96% (*fifty two point nine six percent*) of the equity shares of BIL. However, the Proposed Transaction would not result in any change in the shareholding in BIL. Please see enclosed a diagrammatic depiction of the direct and indirect ownership structure of BIL before and after the consummation of the Proposed Transaction, in **Annexure I**.
7. We enclose herewith, the intimation in terms of Regulation 10(5) of the Takeover Regulations, in the format specified therein, in relation to the Proposed Transaction.

Kindly acknowledge the receipt of this letter.

Regards,

Signed for and on behalf of

Global Footwear Services Private Limited

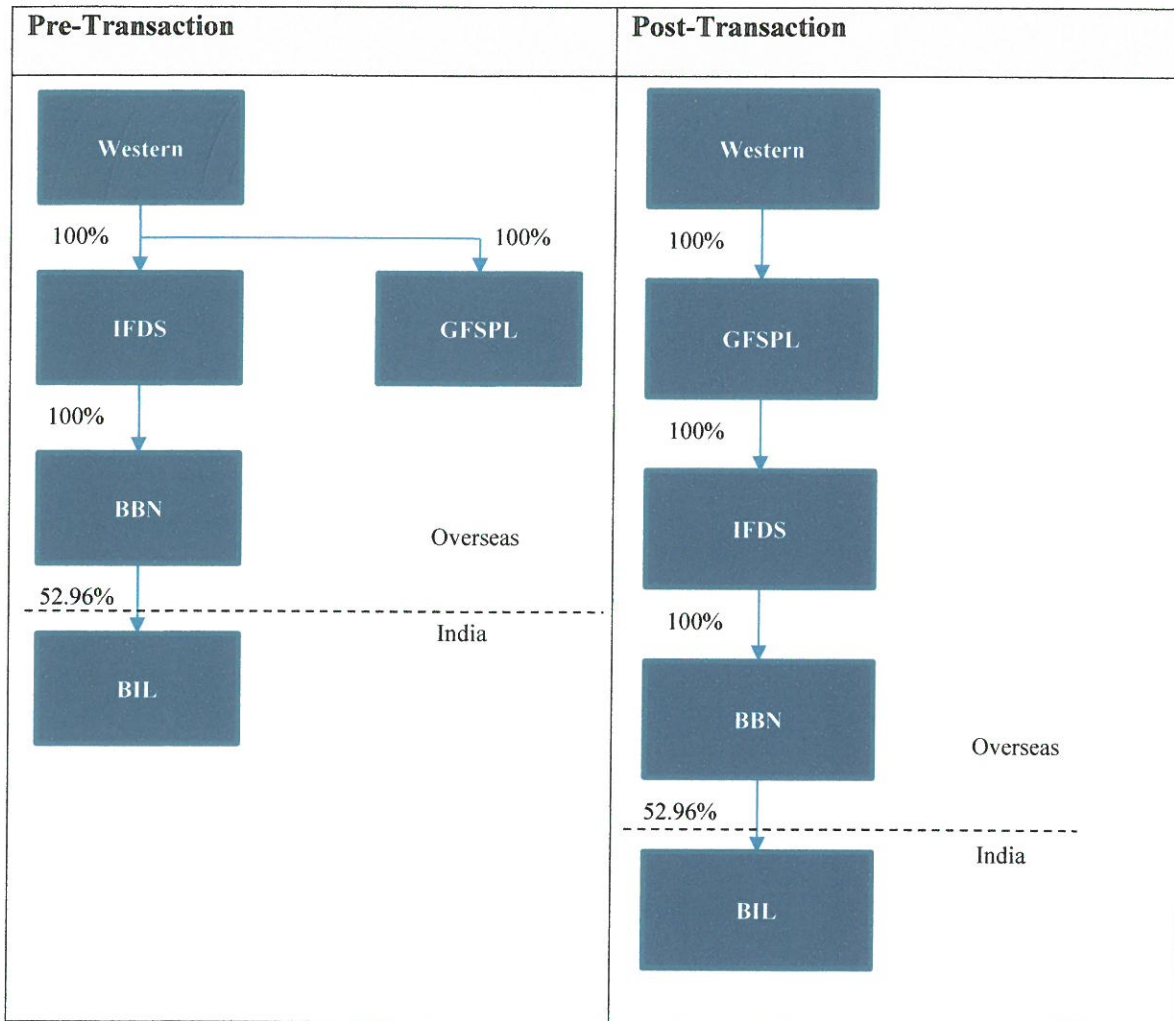


Name: Chong Chee Kiam Jeremy

Designation: Director

Date: 5th November 2019

Place: Singapore

Annexure I**Direct and indirect shareholding of BIL pre and post consummation of the Proposed Transaction**

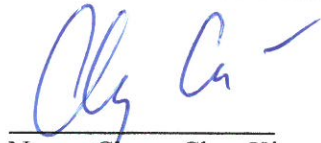
FORMAT FOR DISCLOSURES UNDER REGULATION 10(5) - INTIMATION TO STOCK EXCHANGES IN RESPECT OF ACQUISITION UNDER REGULATION 10(1)(A) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1.	Name of the Target Company (TC)	Bata India Limited (“BIL” or “TC”)
2.	Name of the acquirer(s)	Global Footwear Services Private Limited (“GFSPL”) a limited liability company organized and existing under the laws of Singapore, having its registered office at 111 North bridge Road, #19-04 Peninsula Plaza, Singapore – 179098.
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The acquirer i.e. GFSPL and the promoter of the TC i.e. Bata BN (“BBN”) are wholly owned subsidiaries of, and are controlled by Western Investment and Trading Company Limited (“Western”), a company organised and existing under the laws of Bermuda, having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. GFSPL is a direct wholly owned subsidiary of Western and BBN is an indirect wholly owned subsidiary of Western.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Western Investment and Trading Company Limited, a company organised and existing under the laws of Bermuda, having its registered office at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.
	b. Proposed date of acquisition	On or after November 11th, 2019 but prior to November 15th, 2019.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	GFSPL will acquire 12,500 ordinary shares representing 100% of the share capital/voting rights of IFDS from Western.
	d. Total shares to be acquired as % of share capital of TC	Not applicable, since the acquisition would not result in any change in the shareholding in BIL.
	e. Price at which shares are proposed to be acquired	Not applicable, as no consideration is proposed to be paid in relation to the acquisition.
	f. Rationale, if any, for the proposed transfer	The proposed transfer is a part of the internal reorganisation of group companies under the ownership and control of Western.

5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(iii) of the Takeover Regulations. Western (i.e. seller) and GFSPL (i.e. acquirer) are qualifying persons as GFSPL is a wholly owned subsidiary of Western. Further, IFDS and GFSPL, both being wholly owned subsidiaries of, and controlled by Western, are fellow subsidiaries.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not applicable, as no consideration is proposed to be paid in relation to the acquisition.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable.
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable.
9.	(i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition)/ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) (ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	While the transferor (being Western) and the transferee (being GFSPL) were not required to comply with Chapter V of the Takeover Regulations during the 3 years prior to the date of the proposed acquisition, BBN, as a promoter of the TC, has complied with the said regulations during the aforesaid period. The transferor and the transferee will comply with the disclosure requirements set out in Chapter V of the Takeover Regulations, as applicable in relation to the Proposed Transaction. For the sake of completeness, we have enclosed herewith the copies of the disclosures made by BBN under Chapter V of the Takeover Regulations during the 3 years prior to the date of the proposed acquisition as <u>Annexure B.</u>
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	All the conditions specified under Regulation 10(1)(a) with respect to exemptions, as applicable, have been/will be duly complied with.

11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares/ voting rights	% w.r.t total share capital of TC	No. of shares/ voting rights	% w.r.t total share capital of TC
	a. Acquirer(s) and PACs (other than sellers)	Please refer to <u>Annexure A</u>			
	b. Seller(s)				

Signed for and on behalf of
Global Footwear Services Private Limited



Name: Chong Chee Kiam Jeremy
Designation: Director
Date: 5th November 2019
Place: Singapore

Annexure A**Shareholding Pattern of Target Company (i.e. BIL)**

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Bata BN (Promoter)	68,065,514	52.96	68,065,514	52.96
Public Shareholders	60,462,026	47.04	60,462,026	47.04

Shareholding Pattern of the Promoter of BIL (i.e. Bata BN) of the Target Company

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
IFDS	20,500	100	20,500	100

Shareholding Pattern of IFDS

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Western	12,500	100	NIL	NIL
GFSPL	NIL	NIL	12,500	100

Shareholding Pattern of GFSPL

Shareholders	Before the Proposed Transaction		After the Proposed Transaction	
	No. of shares/voting rights	% w.r.t total share capital of TC	No. of shares/voting rights	% w.r.t total share capital of TC
Western	5,000	100	5,000	100

Annexure B