

## **FARAH MALIK BHANJI**

**2003, VIVAREA, "B" WING, SANE GURUJI MARG, MAHALAXMI, JACOB CIRCLE, MUMBAI - 400 011.**

**Date : February 13, 2023**

|                                                                                                                                                                    |                                                                                                                                                                                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>To,</b><br><b>BSE Limited ("BSE"),</b><br>Corporate Relationship Department,<br>2nd Floor, New Trading Ring,<br>P.J. Towers, Dalal Street,<br>Mumbai - 400 001. | <b>To,</b><br><b>National Stock Exchange of India Limited ("NSE"),</b><br>"Exchange Plaza", 5th Floor,<br>Plot No. C/1, G Block,<br>Bandra-Kurla Complex<br>Bandra (East),<br>Mumbai - 400 051. |
| <b>BSE Scrip Code: 543426</b>                                                                                                                                      | <b>NSE Symbol: METROBRAND</b>                                                                                                                                                                   |
| <b>ISIN: INE317I01021</b>                                                                                                                                          | <b>ISIN: INE317I01021</b>                                                                                                                                                                       |

**Subject : Disclosure pursuant to Regulation 29(1) of SEBI (SAST) Regulations, 2011.**

Dear Sir/Ma'am

In compliance with the provisions of Regulation 29(1) of SEBI (SAST) Regulations, 2011, I, Farah Malik Bhanji, promoter/~~belonging to the promoter group~~ of Metro Brands Limited (hereinafter referred as "The Company"), residing at 2003, Vivarea, "B" Wing, Sane Guruji Marg, Mahalaxmi, Jacob Circle, Mumbai - 400 011, hereby enclose the disclosure with regards to acquisition of Equity Shares of the Company by me pursuant to change from joint dematerialised account holding to first holder's / individual's dematerialised account name through an off market inter-se transfer between promoters and promoter group without consideration, for your information and record.

Yours truly,

**Farah Malik Bhanji**

**CC:**

To,

Deepa Sood

Company Secretary and Compliance Officer

Metro Brands Limited

Address : 401, Zillion, 4th Floor, LBS Marg and CST Road Junction, Kurla (West), Mumbai, Maharashtra, 400070.

**Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A- Details of the Acquisition**

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                |                                                            |                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Metro Brands Limited                                                           |                                                            |                                                            |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Acquirer: Farah Malik Bhanji<br>PAC: Rafique Abdul Malik                       |                                                            |                                                            |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Promoter                                                                       |                                                            |                                                            |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 1. National Stock Exchange of India Limited (NSE); and<br>2. BSE Limited (BSE) |                                                            |                                                            |
| 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 (**) |
| <b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b><br><br>a) Shares carrying voting rights<br>b) <del>Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</del><br>c) <del>Voting rights (VR) otherwise than by equity shares</del><br>d) <del>Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</del><br>e) <del>Total (a+b+c+d)</del> | 51,24,000                                                                      | 1.89                                                       | 1.89                                                       |
| <b>Details of acquisition</b><br><br>a) Shares carrying voting rights acquired<br>b) <del>VRs acquired otherwise than by equity shares</del><br>c) <del>Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each</del>                                                                                                                                                                                                            | 51,24,000                                                                      | 1.89                                                       | 1.89                                                       |

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                   |      |      |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|------|
| <p>category) acquired</p> <p>d) <del>Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</del></p> <p>e) <del>Total (a+b+c+/- d)</del></p>                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                   |      |      |
| <p><b>After the acquisition, holding of acquirer along with PACs of:</b></p> <p>a) Shares carrying voting rights</p> <p>b) <del>VRs otherwise than by equity shares</del></p> <p>c) <del>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</del></p> <p>d) <del>Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</del></p> <p>e) <del>Total (a+b+c+d)</del></p> | 51,24,000                                                                                                                                                                         | 1.89 | 1.89 |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)                                                                                                                                                                                                                                                                                                                                                                                                       | Off-market inter se transfer between 'Qualifying Persons' by way of change from joint dematerialized account holding to first holder's / individual's dematerialized account name |      |      |
| 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 <del>of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument</del> that entitles the acquirer to receive shares in the TC.                                                                                                                                                                                                                                                                                                                                | February 13, 2023                                                                                                                                                                 |      |      |
| Equity share capital / total voting capital of the TC before the said acquisition                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 25,620,000 (51,24,000 Equity shares of INR 5 each)                                                                                                                                |      |      |
| Equity share capital/ total voting capital of the TC after the said acquisition                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 25,620,000 (51,24,000 Equity shares of INR 5 each)                                                                                                                                |      |      |
| Total diluted share/voting capital of the TC after the said acquisition                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 25,620,000 (51,24,000 Equity shares of INR 5 each)                                                                                                                                |      |      |

(\*) 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: Metro Brands 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 |
|-------------------------------------------------------------------------------|----------------------------------------------------------|----------------------------------|
| <b>Acquirer:</b>                                                              |                                                          |                                  |
| Farah Malik Bhanji                                                            | Yes                                                      | AABPM5601L                       |
| <b>Persons Acting in Concert:</b>                                             |                                                          |                                  |
| Rafique Abdul Malik                                                           | Yes                                                      | AABPM5599H                       |

Farah Malik Bhanji

Signature of the acquirer / Authorised Signatory

Place : Mumbai

Date : February 13, 2023

**Note :**

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