



IGARASHI

ELECTRIC WORKS LTD.

August 28, 2019

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,

Mumbai 400 001

Fax [022-22722037, 22722039]

Email [Corp.relations@bseindia.com]

Stock Code: 517380

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra Kurla Complex
Bandra (East)

Mumbai 400 051

Fax [022-26598237/26598238]

Email [takeover@nse.co.in]

Stock Code: IGARASHI

Igarashi Motors India Limited

Plot No B-12 to B-15, Phase II,
MEPZ-SEZ, Tambaram,
Chennai – 600045

Email [investorservices@igarashimotors.com]

Dear Sirs,

Sub: Igarashi Motors India Limited (IMIL) – Disclosures under Regulation 29(1) – Intimation to Stock Exchanges in respect of acquisition of equity Shares of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to the subject cited above, please find enclosed duly signed disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by our Company in connection with acquisition of equity shares of IMIL for your information and records.

Yours truly,

For Igarashi Electric Works Limited

Naoaki Ito
Managing Director

Encl: as stated above

IGARASHI ELECTRIC WORKS LTD.

49-1, Endo-cho, Saiwai-ku, Kawasaki, 212-0023 Japan

Tel: 81-44-522-0525 Fax: 81-44-544-8760

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

Name of the Target Company (TC)	Igarashi Motors India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Igarashi Electric Works Limited, Japan ("IGJ") PAC: Agile Electric Sub Assembly Private Limited ("Agile")¥		
Whether the acquirer belongs to Promoter/Promoter group	IGJ, Mr. Padmanabhan Mukund#, Igarashi Electric Works (H.K) Ltd@ (IG,HK) and Agile are members of the promoter group of the TC		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ; National Stock Exchange of India Ltd.		
Details of the acquisition / disposal 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			
1. IGJ	9,67,648	3.07%	3.07%
2. IG,HK	24,99,993	7.94%	7.94%
3. Agile	1,348,0,614	42.83%	42.83%
4. Mr. Padmanabhan Mukund#	66,58,033	21.15%	21.15%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by equity shares			
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)			
e) Total (a+b+c+d)	2,36,06,288	75.00%	75.00%

Details of acquisition			
a) Shares carrying voting rights acquired	29,96,526	9.52%	9.52%
b) VRs acquired otherwise than by equity shares			
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			
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
e) Total (a+b+c+/-d)	29,96,526	9.52%	9.52%

After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
1. IGJ	39,64,174	12.59%	12.59%
2. IG, HK	24,99,993	7.94%	7.94%
3. Agile	1,71,42,121	54.46%	54.46%
b) VRs otherwise than by equity shares			
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			
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
e) Total (a+b+c+d)	2,36,06,288^s	75.00%	75.00%

Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Regulation 10(1)(a)(ii) – Acquisition pursuant to off-market inter-se transfer of shares among qualifying persons being, in this case, the promoters of the TC		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 28, 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale	31,47,50,480 (Face value ₹ 10/share)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	31,47,50,480 (Face value ₹ 10/share)		
Total diluted share/voting capital of the TC after the said acquisition	31,47,50,480 (Face value ₹ 10/share)		

(* 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.

\$ With above acquisition promoters & promoter group holding in Target Company continues to hold 75.00%

Mr Padamanbhan Mukund is Managing Director & Promoter of TC and sold his entire stake to Agile & IGJ

@IG, HK is wholly owned subsidiary of IGJ

¥ Agile has also acquired 3,661,507 equity shares (11.63%) from Mr. Padamanabhan Mukund and the relevant disclosure under Regulation 29(2) of SAST Regulations had been submitted.

For Igarashi Electric Works Limited, Japan



Naoaki Ito

Managing Director

Signature of the acquirer /-seller-/ Authorised Signatory



Place: Chennai

Date: August 28, 2019

Part-B***

Name of the Target Company: Igarashi Motors India Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter Group	PAN of the person and PAC's
Igarashi Electric Works Limited, Japan	Promoter	AABCI6394M
Mr. Padmanabhan Mukund	Promoter	AAIPM6590R
Mape Securities Private Limited	Promoter	AAECM7039E
Igarashi Electric Works (H.K) Limited, Hong Kong	Promoter Group	AABC18206J
Agile Electric Sub Assembly Private Limited	Promoter Group	AABC13929C

For **Igarashi Electric Works Limited**



Naoaki Ito
Managing Director



Signature of the acquirer / Authorised Signatory

Place: Chennai

Date: 28th August, 2019

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 shall be disclosed to the Stock Exchanges but shall not be disseminated.