



NAGA DHUNSERI GROUP LIMITED

CIN No. L01132WB1918PLC003029

REGISTERED OFFICE: DHUNSERI HOUSE,

4A WOODBURN PARK, KOLKATA- 700 020

PHONE: 2280 1950(5 Lines) Fax: 91 33 2287 8995

Date: 10/03/2025

To,

BSE Limited
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400001

National Stock Exchange of India Limited
Exchange Plaza,
Plot No: C/1, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 on account of the acquisition of equity shares of Dhunseri Tea & Industries Limited (“Target Company”)

Dear Sir/Madam,

In compliance with the Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, please find enclosed the disclosure under Regulation 10(6) of the SEBI (SAST) Regulations, 2011, for acquisition of 48,09,595 equity shares (45.77%) held by Dhunseri Investments Limited (DIL) in Dhunseri Tea & Industries Limited (DTIL).

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,

For Naga Dhunseri Group Limited

Nidhi Khaitan
Company Secretary & Compliance Officer

Format for 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)	Dhunseri Tea & Industries Limited (DTIL)	
2.	Name of the acquirer(s)	Naga Dhunseri Group Limited (NDGL)	
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Ltd. & BSE Ltd.	
4.	Details of the transaction including rationale, if any for the transfer/acquisition of shares.	For consolidating and increasing focus on its interests in the tea business and as part of reorganisation of its major investment portfolio, the Company proposes to acquire 48,09,595 equity shares (45.77%) of Dhunseri Tea & Industries Limited DTIL from its associate Company Dhunseri Investments Ltd.(DIL).	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) & Regulation 10(1)(a)(iv) of the Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011.	
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 required to be made under Regulation 10(5) of the SEBI (SAST) Regulations. - The said disclosure was filed within the specified timeline under the said regulations. - The disclosure under Reg. 10(5) of SEBI (SAST) Regulations was filed on 28 th February, 2025.	
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	Dhunseri Investments Ltd.	Yes
	b. Date of acquisition	10-03-2025	Yes
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	48,09,595 equity shares 45.77% voting rights	Yes
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	48,09,595 equity shares 45.77% voting rights	Yes
	e. Price at which shares are proposed to be acquired / actually acquired	The shares of TC will be acquired at a price to be determined as per Regulation 10(1) (a) of Securities and Exchange Board Of	Yes

			India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011.			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(*)	9,23,626	8.79%	57,33,221	54.56%
	b	Each Seller / Transferor	48,09,595	45.77%	-	-

Thanking You.

Yours faithfully,

For Naga Dhunseri Group Limited

Nidhi Khaitan

Company Secretary & Compliance Officer