

# BIRLA GROUP HOLDINGS PRIVATE LIMITED

Regd. Office: Industry House, 1<sup>st</sup> floor, 159 Churchgate Reclamation, Mumbai - 400 020

CIN: U67120MH1980PTC023476

Tel No.: +91 9702049209

Email: [birlagroupholdings@gmail.com](mailto:birlagroupholdings@gmail.com)

28.05.2024

BSE Limited  
25<sup>th</sup> Floor  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400001

National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai — 400 051

The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata - 700 001

Dear Sirs,

**Sub: Disclosure under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

The Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") and Hon'ble National Company Law Tribunal, Mumbai Bench, vide their Orders dated 05.01.2024 and 23.02.2024 respectively have sanctioned Scheme of Amalgamation of Birla Family Investments Private Limited ("Transferor Company 1"), Birla TMT Holdings Private Limited ("Transferor Company 2"), Umang Commercial Company Private Limited ("Transferor Company 3"), Aditya Birla Online Fashion Private Limited ("Transferor Company 4"), Infocyper India Private Limited ("Transferor Company 5"), and Sunbeam Trading and Investments Private Limited ("Transferor Company 6") WITH Birla Group Holdings Private Limited ("Transferee Company").

We have filed certified copy of the NCLT Order with the Registrar of Companies, West Bengal and Registrar of Companies, Mumbai Maharashtra on 24.05.2024- and consequently all the assets / liabilities of the Transferor Companies have stood transferred to and vested in the Transferee Company on 24.05.2024 (Effective Date).

Pursuant to the Scheme of Amalgamation, 36,37,913 (1.17%) Equity Shares of Kesoram Industries Limited (Kesoram Industries) held by the aforesaid Umang Commercial Company Private Limited (Transferor Company 3) have stood transferred to and vested in Birla Group Holdings Private Limited (the Transferee Company) on 24.05.2024.

The Transferee Company shall be categorized as a member of the Promoter Group of Kesoram Industries.

Accordingly, our holding of Equity Shares in Kesoram Industries stands at 36,37,913 (1.17%) Equity Shares. The total Promoter / Promoter Group holding in Kesoram Industries remains the same at 43.34%.



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Since the aforesaid acquisition is pursuant to the exemption provided under Regulation 10(1)(d)(iii) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we enclose herewith the requisite disclosure under Regulation 10(6) in the prescribed format duly filled in and signed for your reference, record and doing the needful in the matter.

Please acknowledge receipt.

Thanking you  
Yours faithfully

For Birla Group Holdings Private Limited

  
(Shrikant Turalkar)  
Company Secretary  
ACS- 14772



Encl: as above

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## 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)	<b>Kesoram Industries Limited</b>	
2.	Name of the acquirer(s)	Birla Group Holdings Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited The Calcutta Stock Exchange Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	Vesting of equity shares pursuant to the Scheme of Amalgamation of Birla Family Investments Private Limited (“ <b>Transferor Company 1</b> ”), Birla TMT Holdings Private Limited (“ <b>Transferor Company 2</b> ”), Umang Commercial Company Private Limited (“ <b>Transferor Company 3</b> ”), Aditya Birla Online Fashion Private Limited (“ <b>Transferor Company 4</b> ”), Infocyper India Private Limited (“ <b>Transferor Company 5</b> ”), and Sunbeam Trading and Investments Private Limited (“ <b>Transferor Company 6</b> ”) WITH Birla Group Holdings Private Limited (“ <b>Transferee Company</b> ”) as sanctioned by Hon`ble National Company Law Tribunal, Kolkata Bench and Hon`ble National Company Law Tribunal, Mumbai Bench vide Orders dated 05.01.2024 and 23.02.2024 respectively.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10 (1)(d)(iii)	
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 stockexchange.	Not Required	
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	Not Applicable	
	b. Date of acquisition		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above		



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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
d. Total shares proposed to be acquired /actually acquired as a % of diluted share capital of TC				
e. Price at which shares are proposed to be acquired / actually acquired				
a Each Acquirer / Transferee(*)				
Birla Group Holdings Private Limited	-	-	36,37,913	1.17
b Each Seller / Transferor				
Umang Commercial Company Private Limited	36,37,913	1.17	-	-

- Total Promoter / Promoter Group Holding before the Scheme of Amalgamation became effective – 43.34%
- Total Promoter/ Promoter Group Holding after vesting of Shares pursuant to the Scheme of Amalgamation- 43.34%

**Note:**

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**For Birla Group Holdings Private Limited**



**(Shrikant Turalkar)**  
**Company Secretary**  
**ACS- 14772**



**Place : Mumbai**

**Date : 28.05.2024**