

Gurukripa Trust
Mafatlal Bunglow, 10, Altamount Road, Cumballa Hill, Mumbai - 400026

Date: 17 December, 2019

To,
The Manager,

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
Scrip Code: 500264


Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to acquisition of 63.35% of the paid-up equity shares of Suremi Trading Private Limited, that holds 22.41% of the equity share capital of Mafatlal Industries Limited equity share capital of Mafatlal Industries Limited

You are requested to kindly take note of the above.

For and on behalf of Gurukripa Trust
Hrishikesh Arvind Mafatlal



(As Trustee of Gurukripa Trust)

CC: Mafatlal Industries Limited
301-302, Heritage Horizon,
Third Floor, Off. C. G. Road,
Navrangpura, Ahmedabad,
Gujarat, 380009.

DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART A: Details of the Acquisition

Name of the Target Company (TC)	Mafatlal Industries Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Mr. Hrishikesh Arvind Mafatlal and others as trustees of Gurukripa Trust		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	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 (**)
Before the acquisition under consideration, holding of acquirer in Suremi Trading Private Limited (STPL) which holds 22.41% of the Target Company:			
a) Shares carrying voting rights	132	1.01%	98.02%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in STPL the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	132	1.01%	98.02%
Details of acquisition of equity shares by the acquirer in STPL, a company which holds 22.41% of the Target Company:			
a) Shares carrying voting rights acquired	34,091	63.35%	3.29%
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that	NIL	NIL	NIL

entitles the acquirer to receive shares carrying voting rights in STPL the TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	34,091	63.35%	3.29%
After the acquisition, holding of acquirer in STPL which holds 22.41% of the Target Company:			
a) Shares carrying voting rights	34,223	64.35%	97.52%
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in STPL the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	34,223	64.35%	97.52%
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Part II of the Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and Sumil Holding Private Limited and their respective shareholders ('Scheme'), provides for merger of Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited into Suremi Trading Private Limited. Pursuant to the Scheme, Suremi Trading Private Limited has issued shares to the shareholders of Krishnadeep Engineers Private Limited and Shamir Texchem Private Limited. Since, Arvi Associates Private Limited is a wholly owned subsidiary of Suremi Trading Private Limited, no shares are being issued on merger of Arvi Associates Private Limited. Gurukripa Trust represented by its trustee Mr. Hrishikesh Arvind Mafatlal has acquired 63.35% of the paid-up equity shares of Suremi Trading Private Limited on 17 December, 2019. Suremi Trading Private Limited holds 22.41% of the equity share capital of Mafatlal Industries Limited. (Refer Note 1)		
Date of acquisition of date of receipt of intimation of allotment of	17 December, 2019		

Arvind Mafatlal

shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the STPL.	
Equity share capital / total voting capital of STPL before the said acquisition	Rs. 1,31,200 (13,120 Equity Shares of INR 10 each)
Equity share capital/ total voting capital of STPL after the said acquisition	Rs. 5,31,800 (53,180 Equity Shares of INR 10 each)
Total diluted share/voting capital of STPL after the said acquisition	Rs. 1,03,71,800 (53,180 Equity Shares of INR 10 each and 984,000 CCPS of INR 10 each)

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile 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.

Note 1:

Prior to the Scheme, Mr. Hrishikesh Arvind Mafatlal held 99.32% voting rights in Suremi Trading Private Limited (98.31% directly and 1.01% in representative capacity as a Trustee of Gurukripa Trust).

Post the Scheme, Mr. Hrishikesh Arvind Mafatlal continues to hold 99.82% voting rights in Suremi Trading Private Limited (35.47% directly and 64.35% as Trustee of Gurukripa Trust), so there is no material change in shareholding and control of Suremi Trading Private Limited and hence, provisions of SEBI Takeover Regulations are not triggered. This form is being filed out of abundant caution by the shareholders of Suremi Trading Private Limited.

Date: 17 December, 2019

For and on behalf of Gurukripa Trust

Hrishikesh Arvind Mafatlal

(As Trustee of Gurukripa Trust)

Annexure A
Name of the Target Company - Mafatlal Industries Limited

Shareholding Details	Before acquisition/ disposal-shareholding			Details of shares acquired/ disposed			after acquisition/ disposal shareholding		
	Number of shares/voting rights	% w.r.t total share capital/ wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/voting rights	% w.r.t total share capital/ wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/voting rights	% w.r.t total share capital/ wherever applicable	% w.r.t total diluted share / voting capital of the TC
a. Acquirer(s)/ Transferee(s):	100	0.00%	0.00%				100		0.00%
1. Hrishikesh Arvind Mafatlal as Trustee of Gurukripa Trust									
b. Seller(s)/ Transferor(s):									
Not applicable									
c. PACs (other than Acquirer / Transferee and sellers/ transferors)									
1. Hrishikesh A Mafatlal	26,73,046	19.21%	19.21%				26,73,046		19.21%
2. Suremi Trading Private Limited	31,18,316	22.41%	22.41%				31,18,316		22.41%
3. Sumil Holding Private Limited	10	0.00%	0.00%						
4. Priyavata Mafatlal	5,58,722	4.02%	4.02%				5,58,722		4.02%
5. Reka Hrishikesh Mafatlal	8,04,283	5.78%	5.78%				8,04,283		5.78%
6. Aarti Manish Chadha	1,49,180	1.07%	1.07%				1,49,180		1.07%
7. Anjali Kunal Agarwal	1,77,430	1.28%	1.28%				1,77,430		1.28%
8. Hrishikesh Arvind Mafatlal as Trustee of Hrishikesh A Mafatlal Family Trust	5,03,104	3.62%	3.62%				5,03,104		3.62%
9. Hrishikesh Arvind Mafatlal as Trustee of Karuna Trust	100	0.00%	0.00%				100		0.00%
10. Hrishikesh Arvind Mafatlal as Trustee of Narsingha Trust	100	0.00%	0.00%				100		0.00%
11. Hrishikesh Arvind Mafatlal as Trustee of Shrija Trust	100	0.00%	0.00%				100		0.00%
12. Hrishikesh Arvind Mafatlal as Trustee of Radha Raman Trust	22,305	0.16%	0.16%				22,305		0.16%
13. Gayatri Pestichem Manufacturing Pvt Ltd	19,54,695	14.05%	14.05%				19,54,695		14.05%
14. NOCIL LIMITED	24,128	0.17%	0.17%				24,128		0.17%
15. Hrishikesh Arvind Mafatlal Public Charitable Trust No 1	16,506	0.12%	0.12%				16,506		0.12%
16. Seth Navinchandra Mafatlal Foundation Trust No 1	24,255	0.17%	0.17%				24,255		0.17%
17. Vishad Padmanabh Mafatlal Foundation Trust No 1	2,269	0.02%	0.02%				2,269		0.02%
18. Sushripada Investments Private Limited									

Note 1:

Part II of the Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and their respective shareholders ('Scheme'), provides for merger of Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited into Suremi Trading Private Limited. Pursuant to the Scheme, Suremi Trading Private Limited has issued shares to the shareholders of Krishnadeep Engineers Private Limited and Shamir Texchem Private Limited. Since, Arvi Associates Private Limited is a wholly owned subsidiary of Suremi Trading Private Limited, no shares are being issued on merger of Arvi Associates Private Limited. Gurukripa Trust represented by its trustee Mr. Hrishikesh Arvind Mafatlal has acquired 63.35% of the paid-up equity shares of Suremi Trading Private Limited on 1st December, 2019. Suremi Trading Private Limited holds 22.41% of the equity share capital of Mafatlal Industries Limited.

Date: 1st December, 2019

Place: Mumbai



Hrishikesh Arvind Mafatlal
As Trustee of Gurukripa Trust