

To,  
**Securities and Exchange Board of India**  
SEBI Bhavan, Plot No. C4-A, 'G' Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai-400051, Maharashtra

**Sub: Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and takeover) Regulations, 2011.**

Dear Sir (s),

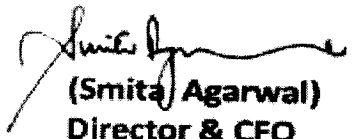
Please find herewith Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 in respect of the acquisition of equity shares of PTC Industries Limited on November 25, 2019 through off market interse transfer. The respective intimation and report under Regulation 10(5) and Regulation 10(6) of Takeover Regulations has been filed with BSE Limited on November 19, 2019 and November 29, 2019 respectively.

The applicable fees of Rs. 1,50,000/- is enclosed vide Demand Draft No. 751610 dated 13.12.2019 drawn on State Bank of India, in favour of Securities and Exchange Board of India payable at Mumbai.

Kindly acknowledge receipt.

Thanking You

Yours faithfully,

  
**(Smita) Agarwal**  
**Director & CFO**  
**Promoter (Acquirer)**

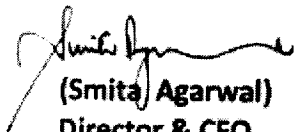
**Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

<b>1</b>	<b>General Details</b>	
	a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.} Name: <b>Smita Agarwal</b> Address: Sharat Kunj, 7 Way Lane, Ram Mohan Rai Marg, Lucknow-226 001, Uttar Pradesh, India. Mobile: E-mail: <a href="mailto:smita@ptcil.com">smita@ptcil.com</a>
	b.	Whether sender is the acquirer (Yes/No) Yes
	c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization) NA
	d.	Name, address, Tel no: and e-mail of the sender, if sender is not the acquirer NA
<b>2</b>	<b>Compliance of Regulation 10(7)</b>	
	a.	Date of report 14.12.2019
	b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition Yes
	c.	Whether the report is accompanied with fees as required under Regulation 10(7) Yes (DD no. 751610 in favour of SEBI, payable at Mumbai)
<b>3</b>	<b>Compliance of Regulation 10(5)</b>	
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, atleast 4 working days before the date of the proposed acquisition Yes
	b.	Date of Report 19/11/2019
<b>4</b>	<b>Compliance of Regulation 10(6 )</b>	
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days after the date of the proposed acquisition Yes
	b.	Date of Report 25/11/2019
<b>5</b>	<b>Details of the Target Company (TC)</b>	
	a.	Name & address of TC Name: PTC Industries Limited Address: NH-25A, Sarai Sahjadi, Lucknow-227101, Uttar Pradesh, India.
	b.	Name of the Stock Exchange(s) where BSE Limited

		the shares of the TC are listed				
<b>6</b>	<b>Details of the acquisition</b>					
	a.	Date of acquisition	25/11/2019			
	b.	Acquisition price per share (in Rs.)	Gift			
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	3(2)			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		Smita Agarwal	0	0	131000	2.50
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		Sachin Agarwal	1244560	23.76	1113560	21.26
<b>7</b>	<b>Information specific to the exemption category to which the instant acquisition belongs Regulation 10(1)(a)(i)</b>					
	a.	Provide the names of the seller/s	Sachin Agarwal			
	b.	Specify the relationship between the acquirer/s and the seller/s.	Immediate relatives			
	c.	Confirm whether the acquirer/s and the seller/s are 'immediate relatives' as defined in the Regulation 2(I).	It is hereby confirmed that acquirer and seller are immediate relative as defined under Regulation 2(I)			
	d.	If shares are frequently traded, volume-weighted average market price (VWAP) for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	NA			
	e.	If infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Transfer is by gift			
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as	NA			

		calculated in (d) or (e) above as applicable.	
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	19/11/2019
	h.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made along with the copies of the same.	It is declared by acquirer that, the transferor and will comply subsequently the disclosure requirements contained in Chapter V of the Regulations.
	i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	It is hereby declared by the acquirer that all the conditions specified under regulation 10(1)(a)(i) has been complied with

I, hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

  
**(Smita) Agarwal**  
**Director & CFO**  
**Promoter (Acquirer)**

Date: 16.12.2019

Place: Lucknow