

**Dated: 25.06.2022**

To,  
The Listing Manager  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street  
Mumbai - 400001.

To,  
Company Secretary & Compliance officer  
Unimode Overseas Limited  
304A/10178, IIIrd Floor, Ravinder Plaza, Abdul  
Aziz Road, Karol Bagh, Delhi-110005

Sub: **Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011**

**Ref: Unimode Overseas Limited**

Dear Sir/Madam,

I, **Ashish Goel**, the Acquirer, hereby submit the disclosure with respect to proposed acquisition of shares of Unimode Overseas Limited by way of inter se transfer between promoters, in terms of Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011.

Please take the same on your record and acknowledge the receipt.

Thanking you,

Yours Truly,




**Ashish Goel**  
(Promoter)  
Acquirer

**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1) (a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	<b>Unimode Overseas Limited</b>
2.	Name of the acquirer(s)	<b>Mr. Ashish Goel</b>
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	1. Mr. Satish Kumar Gupta 2. Mrs. Madhu Goel
	b. Proposed date of acquisition	On or after 01.07.2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	20,015 shares from Mr. Satish Kumar Gupta and 24,370 shares from Mrs. Madhu Goel.
	d. Total shares to be acquired as % of share capital of TC	8.85
	e. Price at which shares are proposed to be acquired	Rs. 11
	f. Rationale, if any, for the proposed transfer	Rationalization of promoter holding.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) of SEBI(substantial Acquisition of shares and takeover Regulation, 2010
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are Recorded during such period.	Shares of the Company are Infrequently Traded in terms of SEBI (SAST) Regulations, 2011.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of Regulation 8.	Rs. 10.61 per shares as per valuation report under regulation 8(2)
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as Applicable.	I hereby confirm and undertake that the acquisition price shall not be more than by 25% of the price as computed in terms of Regulation 8 of SEBI (SAST) Regulations, 2011.
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	I hereby confirm and undertake that transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)

*Ashish Goel*

10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to Exemptions has been duly complied with.	I hereby confirm and undertake that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.			
		Before the proposed transaction		After the Proposed Transaction	
		No. of Shares/ Voting Rights	% w.r.t. total share capital of TC	No. of Shares/ Voting Rights	% w.r.t. total share capital of TC
a	Acquirer(s) and PACs (other than sellers)(*)	43,315	8.64	87,700	17.50
b	Seller (s)				
	1. Mr. Satish Kumar Gupta	20,015	3.99	0	0
	2. Mrs. Madhu Goel	24,370	4.86	0	0

  
**Ashish Goel**  
 (Acquirer)

**Place: Delhi**

**Date: 25.06.2022**

**Note:**

- (\*) Shareholding of each entity may 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.