

**Priya Sarah Cheeran Joseph**  
**Person Acting in Concert**  
**V-Guard Industries Limited**

January 25, 2021

The Manager, Listing Department, BSE Limited, Phiroze Jeejabhoy Towers, Dalal street, Mumbai - 400001	The Manager Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra East, Mumbai-400051
Scrip Code: 532953	SYMBOL: VGUARD

**Sub: Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

Dear Madam / Sir,

I, Priya Sarah Cheeran Joseph, Shareholder and Person Acting in Concert of V-Guard Industries Limited., (the Company) hereby submit intimation under Regulation 29(1) & 29(2) of SEBI (SAST) Regulations, 2011, with regard to acquisition of shares of the Company, as inter-se transfer, from an immediate relative, as per SEBI (SAST) Regulations 2011.

You are requested to take the intimation on record and disseminate the same in the website of the Stock Exchange.

Thanking You,



**Priya Sarah Cheeran Joseph**  
Person Acting in Concert

**Encl:** As stated above

**Cc:**

The Company Secretary & Compliance Officer  
**V-Guard Industries Limited**  
42/962, Vennala High School Road  
Vennala, Ernakulam - 682028

**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers)**

**Regulations, 2011**

**Part-A- Details of the Acquisition:**

Name of the Target Company (TC)	<b>V-Guard Industries Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Priya Sarah Cheeran Joseph <b><u>PACs:</u></b> 1. Kochoseph Chittilappilly 2. Sheela Grace Kochoseph 3. Mithun Chittilappilly 4. Arun K Chittilappilly 5. K Chittilappilly Trust 6. Arav Chittilappilly Trust		
Whether the acquirer belongs to Promoter/Promoter group	No. Acquirer is an immediate relative (Spouse) of one of the members of promoter group and is a Person Acting in Concert (PAC)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
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 (**)
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
- Priya Sarah Cheeran Joseph - <b>Acquirer</b>	34,37,579	0.80%	0.80%
- Promoters & Promoter Group	26,86,60,202	62.55%	62.55%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by equity shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	--	--	--
<b>e) Total (a+b+c+d)</b>	<b>27,20,97,781</b>	<b>63.35%</b>	<b>63.35%</b>
<b>Details of acquisition (Refer Annexure :1)</b>			
a) Shares carrying voting rights acquired			
- Priya Sarah Cheeran Joseph - <b>Acquirer</b>	1,85,25,250	4.31%	4.31%
- Promoters & Promoter Group	--	--	--
b) VRs acquired otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	--	--	--
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	--	--	--
<b>e) Total (a+b+c+/-d)</b>	<b>1,85,25,250</b>	<b>4.31%</b>	<b>4.31%</b>

*Priya Joseph*

<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	2,19,62,829	5.11%	5.11%
- Priya Sarah Cheeran Joseph - <b>Acquirer</b>	25,01,34,952	58.24%	58.24%
- Promoters & Promoter Group			
b) VRs otherwise than by equity shares	--	--	--
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	--	--	--
<b>e) Total (a+b+c+d)</b>	<b>27,20,97,781</b>	<b>63.35%</b>	<b>63.35%</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Shares acquired through off-market from an immediate relative without any consideration. Transaction executed under Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2015.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	January 22, 2021		
Equity share capital / total voting capital of the TC before the said acquisition	42,94,87,630		
Equity share capital/ total voting capital of the TC after the said acquisition	42,94,87,630		
Total diluted share/voting capital of the TC after the said acquisition	42,94,87,630		

**Signature of the Acquirer**



**Priya Sarah Cheeran Joseph**

Place: Singapore

Date: January 25, 2021

**CC:**

The Company Secretary & Compliance Officer  
V-Guard Industries Ltd.  
42/962, Vennala High School Road  
Vennala, Ernakulam- 682028

ANNEXURE: 1	As at 22.01.2021 (Post - Transaction)		
Name	No. of Shares	% of Share	Whether acquired shares (Yes / No)
<b>Promoters &amp; Promoter Group</b>			
Kochouseph Thomas Chittilappily	5,44,05,394	12.67%	No
Sheela Grace Kochouseph	1,09,31,202	2.55%	No
Mithun Kochouseph Chittilappilly	10,76,87,278	25.07%	No
Arun K Chittilappily	3,77,77,828	8.80%	No
<b>Promoter Trust</b>			
Kochouseph Thomas Chittilappilly (KCT)	2,08,08,000	4.84%	No
Kochouseph Chittilappilly (ACT)	1,85,25,250	4.31%	No
<b>TOTAL PROMOTER &amp; PROMOTER GROUP</b>	<b>25,01,34,952</b>	<b>58.24%</b>	
<b>Person Acting in Concert (PAC)</b>			
Priya Sarah Cheeran Joseph	2,19,62,829	5.11%	Yes - Acquirer

*Priya Sarah Cheeran Joseph*

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	<b>V-Guard Industries Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Priya Sarah Cheeran Joseph <u>PACs :</u> 1. Kochouseph Chittilappilly 2. Sheela Grace Kochouseph 3. Mithun Chittilappilly 4. Arun K Chittilappilly 5. K Chittilappilly Trust 6. Arav Chittilappilly Trust		
Whether the acquirer belongs to Promoter/Promoter group	No. Acquirer is an immediate relative (Spouse) of one of the members of promoter group and a Person Acting in Concert (PAC)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition / <del>disposal</del> as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	34,37,579	0.80%	0.80%
<del>b) Shares in the nature of encumbrance (pledge/lien/ non disposal undertaking/ others)</del>	<del>--</del>	<del>--</del>	<del>--</del>
<del>c) Voting rights (VR) otherwise than by shares</del>	<del>--</del>	<del>--</del>	<del>--</del>
<del>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</del>	<del>--</del>	<del>--</del>	<del>--</del>
e) Total (a+b+c+d)	34,37,579	0.80%	0.80%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/ <del>held</del>	1,85,25,250	4.31%	4.31%
<del>b) VRs acquired /sold otherwise than by shares</del>	<del>--</del>	<del>--</del>	<del>--</del>
<del>c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold</del>	<del>--</del>	<del>--</del>	<del>--</del>
<del>d) Shares encumbered / invoked/ released by the acquirer</del>	<del>--</del>	<del>--</del>	<del>--</del>
e) Total (a+b+c+/-d)	1,85,25,250	4.31%	4.31%

*Priya Joseph*

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	2,19,62,829	5.11%	5.11%
<del>b) Shares encumbered with the acquirer</del>	--	--	--
<del>c) VRs otherwise than by shares</del>	--	--	--
<del>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition</del>	--	--	--
e) Total (a+b+c+d)	2,19,62,829	5.11%	5.11%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Shares acquired through off-market from immediate relative without consideration. Transaction executed under Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2015.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	January 22, 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	42,94,87,630		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	42,94,87,630		
Total diluted share/voting capital of the TC after the said acquisition	42,94,87,630		

(\* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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.

**Signature of the acquirer / ~~seller~~ / ~~Authorised Signatory~~**



**Priya Sarah Cheeran Joseph**

Place: Singapore

Date: January 25, 2021

**CC:**

The Company Secretary & Compliance Officer

**V-Guard Industries Ltd.**

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