

June 28, 2022 .

To: National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 NSE Scrip Code : VMART	To: BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai - 400 001 BSE Scrip Code : 534976
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Subject: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Ma'am,

We enclose the captioned disclosure in the prescribed form under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of the indirect disposal of following securities by Mr. Madan Gopal Agarwal & Mrs. Uma Devi Agarwal.

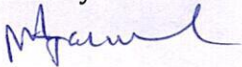
- a) 27,261 Equity Shares and 3,86,79,875 Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. (CBSPL) being Promoter Company of V-Mart (Indirect Acquisition).

This transaction was pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation of 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

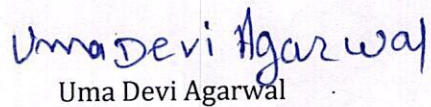
This is for your information and records.

Kindly acknowledge the receipt.

Thanking You .
Yours faithfully.



Madan Gopal Agarwal



Uma Devi Agarwal

Encl: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	V-Mart Retail Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Madan Gopal Agarwal & Uma Devi Agarwal		
Whether the seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited, and BSE Limited		
Details of the disposal 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 disposal under consideration, holding of :		
a) Shares carrying voting rights	Indirect - Refer Annexure A	Indirect - Refer Annexure A	Indirect - Refer Annexure A
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 the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	Indirect - Refer Annexure A	Indirect - Refer Annexure A	Indirect - Refer Annexure A
Details of sale			
a) Shares carrying voting rights acquired/ sold	Indirect - Refer Annexure A	Indirect - Refer Annexure A	Indirect - Refer Annexure A
b) VRs acquired /sold 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 the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered / invoked/ released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	Indirect - Refer Annexure A	Indirect - Refer Annexure A	Indirect - Refer Annexure A

After the sale, holding of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs 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 the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Mode of sale of shares	Inter-se transfer of Equity Shares and Compulsory Convertible Debentures by way of Gift, without consideration through off market transaction, in Regulation 10(1)(a)(i) of Takeover Regulations.		
Date of sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 th June, 2022		
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,97,49,454		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,97,49,454		
Total diluted share/voting capital of the TC after the said acquisition	1,97,49,454		

(*) 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.

Uma Devi Agarwal *Madan*

Madan Gopal Agarwal & Uma Devi Agarwal
Signature of the seller

Place: Gurugram

Date: June 28, 2022

Annexure A

Indirect transfer of holding in the TC amongst Promoter and immediate relatives there of (Qualifying Persons)

Name of the Entity whose holding are proposed to be transferred	No. of Equity Shares held in TC	% of Equity holding in TC
Conquest Business Service Pvt. Ltd. (Note 1 & Note 2)	74,90,673	37.92%

Note 1

Transfer of Equity Shares of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Equity Shares held Prior to Transfer	Pre % holding of CBSPL	No. of Equity Shares held Post Transfer	Post % holding of CBSPL
Lalit Madangopal Agarwal	29,829	29.83%	57,090	57.09%
Madan Gopal Agarwal	9,164	9.16%		
Sangeeta Lalji Agarwal	29,002	29.00%	29,002	29.00%
Uma Devi Agarwal	18,097	18.10%		
Madan Gopal Agarwal HUF	13,908	13.91%	13,908	13.91%
Total	1,00,000	100.00%	1,00,000	100.00%

Note 2

Transfer of Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Compulsory Convertible Debentures held Prior to Transfer	Pre % holding of CBSPL	No. of Compulsory Convertible Debentures held Post Transfer	Post % holding of CBSPL
Lalit Madangopal Agarwal	4,23,22,329	29.83%	8,10,02,204	57.09%
Madan Gopal Agarwal	1,30,02,470	9.16%		
Sangeeta Lalji Agarwal	4,11,48,995	29.00%	4,11,48,995	29.00%
Uma Devi Agarwal	2,56,77,405	18.10%		
Madan Gopal Agarwal HUF	1,97,33,161	13.91%	1,97,33,161	13.91%
Total	14,18,84,360	100.00%	14,18,84,360	100.00%
