





Date: 23/09/2019

To,
BSE Limited,
Phirozejeebhoy Towers,
Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Sub: Disclosure under regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to proposed acquisition of equity shares of DhanlaxmiFabrics Limited





With regards to the captioned subject, please find enclosed herewith the disclosure under regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by Mahesh S. Jhawar, Ramautar S. Jhawar, Vandana Vinod Jhawar and Vinod Sohanlal Jhawar.

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|---|---|--|---|
|  |  |  |  |
| Mahesh S. Jhawar | Ramautar S. Jhawar | Vinod Sohanlal Jhawar | Vandana Vinod Jhawar |

Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | | |
|---|--|---------------|--|---------------|
| Name of the Target Company (TC) | Dhanlaxmi Fabrics Limited | | | |
| Name of the acquirer(s) | <ol style="list-style-type: none"> 1. Mahesh S. Jhawar 2. Ramautar S. Jhawar 3. Vandana Vinod Jhawar 4. Vinod Sohanlal Jhawar | | | |
| Name of the stock exchange where shares of the TC are listed | BSE Limited | | | |
| Details of the transaction including rationale, if any, for the transfer/acquisition of shares. | Inter-se transfer of shares pursuant to internal restructuring/family settlement amongst the Promoter Group members | | | |
| Relevant regulation under which the acquirer is exempted from making open offer. | 10(1)(a)(ii) of the SEBI SAST Regulations, 2011 | | | |
| Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, <ul style="list-style-type: none"> - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange. | <p>Yes</p> <p>September 11, 2019</p> | | | |
| Details of acquisition | <i>Disclosures made/required to be made under regulation 10(5)</i> | | <i>Actual</i> | |
| Name of the transferor / seller | <ol style="list-style-type: none"> 1. Ramautar Jhawar HUF 2. Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) 3. Vinod Jhawar HUF 4. Mahesh Jhawar HUF 5. Vinit R Jhawar 6. Sohanlal Jhawar Family Trust | | <ol style="list-style-type: none"> 1. Ramautar Jhawar HUF 2. Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) 3. Vinod Jhawar HUF 4. Mahesh Jhawar HUF 5. Vinit R Jhawar 6. Sohanlal Jhawar Family Trust | |
| Date of acquisition | On or after September 18, 2019 | | September 18, 2019 | |
| Number of shares/voting rights in respect | Name of the Transferor | No. of Shares | Name of the Transferor | No. of Shares |

| | | | | |
|---|--|---|---|---|
| of the acquisitions from each person mentioned in 7(a) above | Ramautar Jhawar HUF | 1,36,470 | Ramautar Jhawar HUF | 1,36,470 |
| | Ramautar S. Jhawar (Jamnadevi)hawar Family Trust) | 97,200 | Ramautar S. Jhawar (Jamnadevi)hawar Family Trust) | 96,700 |
| | Vinod)hawar HUF | 30,000 | Vinod)hawar HUF | 30,000 |
| | Mahesh Jhawar HUF | 56,700 | Mahesh Jhawar HUF | 56,700 |
| | Vinit R Jhawar | 1,98,800 | Vinit R Jhawar | 1,98,800 |
| | Sohanlal)hawar Family Trust | 1,95,300 | Sohanlal)hawar Family Trust | 1,95,300 |
| | Total | 7,14,470 | Total | 7,13,970 |
| | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | 8.33% | | 8.32% |
| Price at which shares are proposed to be acquired / actually acquired | Rs. 96.74/- (Fair Market Value per share as Shares are infrequently traded on BSE) | | Gift transfer (No consideration is paid by the Acquirers to the Sellers) | |
| Shareholding details | <i>Pre-Transaction</i> | | <i>Post-Transaction</i> | |
| | <i>No. of shares held</i> | <i>% w.r.t. total share capital of TC</i> | <i>No. of shares held</i> | <i>% w.r.t. total share capital of TC</i> |
| ^a Each Acquirer / Transferee(*) | | | | |
| 1. Mahesh S. Jhawar | 27,400 | 0.32% | 84,100 | 0.98% |
| 2. Vandana Vinod)hawar | 1,69,200 | 1.97% | 3,64,500 | 4.25% |
| 3. Vinod)hawar | 3,86,300 | 4.50% | 5,13,000 | 5.98% |
| 4. Ramautar S. Jhawar | 6,81,708 | 7.94% | 10,16,978 | 11.85% |
| Total (a) | 12,64,608 | 14.73% | 19,78,578 | 23.06% |
| ^b Each Seller / Transferor | | | | |
| 1. Ramautar Jhawar HUF | 1,36,470 | 1.59% | 0 | 0.00 |
| 2. Ramautar S. Jhawar (Jamnadevi)hawar Family Trust) | 97,200 | 1.13% | 500 | 0.01 |
| 3. Vinod)hawar HUF | 30,000 | 0.35% | 0 | 0.00 |
| 4. Mahesh Jhawar HUF | 56,700 | 0.66% | 0 | 0.00 |
| 5. Vinit R Jhawar | 1,98,800 | 2.32% | | |
| 6. Sohanlal)hawar Family Trust | 1,95,300 | 2.28% | 0 | 0.00 |
| Total(b) | 7,14,470 | 8.33% | 500 | 0.01 |

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|  |  |  |  |
| Mahesh S. Jhawar | Ramautar S. Jhawar | Vandana Vinod Jhawar | Vinod Sohanlal Jhawar |

Date: 23/09/2019
Place: Mumbai

Note:

- ◆ (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- ◆ The above disclosure shall be signed by the acquirer mentioning date and 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.