

To,

BSE Limited Phiroze Jeejeebhoy Towers Limited Dalal Street, Mumbai 400001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai 400 051
Security Code: 532880	Symbol: OMAXE

Subject: Submission of report under Regulation 10(7) of the SEBI (SAST) Regulations, 2011

Dear Sir/Madam,

Please find enclosed herewith the copy of report under Regulation 10(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of equity shares of Omaxe Limited and Guild Builders Private Limited (Holding Company of Omaxe Limited).

You are requested to take the same on record.

Thanking You.

Jatin Goel

Place: New Delhi

Date: 15.07.2023

Encl.: As above

CC:

Guild Builders Private Limited Shop No-19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon 122001	Omaxe Limited Shop No-19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon 122001
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Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1) (a) (i) of SEBI (SAST) Regulations, 2011

1	General Details	
	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.} Mr. Jatin Goel S/o Sh. Rohtas Goel R/o E-7, Ansal Villa, Farm House Satbari, Near CSK Public School, Satbari, South Delhi-110074 Mobile: 9999999942 Email: jatingoel@omaxe.com
	b.	Whether sender is the acquirer (Y/N) Y
	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) N.A.
	d.	Name, address, Tel no. and e-mail of the sender, if sender is not the acquirer N.A.
2	Compliance of Regulation 10(7)	
	a.	Date of report July 15, 2023
	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. The details are enclosed herewith.
3	Compliance of Regulation 10(5)	
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition Yes
	b.	Date of Report May 5, 2023
4	Compliance of Regulation 10(6)	
	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 June 16, 2023
5	Details of the Target Company (TC)	
	a.	Name & address of TC Omaxe Limited Regd. Office: Shop No-19-B, First Floor Omaxe Celebration Mall, Sohna Road Gurgaon, Haryana 122001
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed BSE Limited and National Stock Exchange of India Limited
6	Details of the acquisition	
	a.	Date of acquisition June 16, 2023
	b.	Acquisition price per share (in Rs.) Not Applicable (Inter-se Transfer of shares by way of Gift)

	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (<u>whether Regulation 3(1), 3(2), 4 or 5</u>)	Regulation 3, 4 & 5 of SEBI (SAST) Regulations, 2011			
	d.	Shareholding of acquirer(s) and PAC 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	
Name of the acquirer(s) / PAC (**)			Please refer to the Annexure 1			
	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	
Name of the seller(s)			Please refer to the Annexure 1			
7	Information specific to the exemption category to which the instant acquisition belongs-Regulation 10(1)(a)(i)					
	a.	Provide the names of the seller(s)	Mrs. Sushma Goel, Member of Promoter Group of Omaxe Limited.			
	b.	Specify the relationship between the acquirer(s) and the seller(s).	Mr. Jatin Goel is son of Mrs. Sushma Goel.			
	c.	Confirm whether the acquirer(s) and the seller(s) are 'immediate relatives' as defined in the Regulation 2(1).	Yes			
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares 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.	Not Applicable. The shares were transferred by way of Gift. Therefore no consideration was involved.			
	e.	If the shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable. The shares were transferred by way of Gift. Therefore no consideration was involved.			
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	Not Applicable. The shares were transferred by way of Gift. Therefore no consideration was involved.			
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	May 5, 2023			
	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.	Yes. The acquirer as well as seller have complied with the provisions of Chapter V of the Takeover Regulations, 2011. The disclosure filed under Regulation 29(2) on June 16, 2023 is enclosed herewith.			
	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.	I hereby confirmed that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with			

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

Signature:

Name: Jatin Goel
Date: July 15, 2023
Place: New Delhi

Annexure 1

Shareholding of acquirer(s) and PAC 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
Name of the acquirer(s) / PAC					
A.	Name of the acquirer				
1	Mr. Jatin Goel*	0	0.00	15,33,250	0.84
B.	Name of PACs (other than Seller)				
1	Rohtas Goel (HUF)	13,500	0.01	13,500	0.01
2	Mr. Rohtas Goel	27,47,250	1.50	12,14,000	0.66
3	Mr. Mohit Goel	0	0.00	15,33,250	0.84
4	M/s Guild Builders Pvt. Ltd	11,62,73,971	63.57	11,62,73,971	63.57
5	M/s Dream Home Developers Pvt. Ltd.	89,25,117	4.88	89,25,117	4.88
6	M/s VSG Builders Pvt. Ltd.	0	0.00	0	0.00
7	M/s NJS Developers Pvt. Ltd.	0	0.00	0	0.00
8	M/s Girvardhari Infra Trade Pvt. Ltd. (Formerly known as Ajitesh Consultants Pvt. Ltd.)	0	0.00	0	0.00
9	Mr. Sunil Goel	33,36,120	1.82	33,36,120	1.82
10	Sunil Goel (HUF)	13,500	0.01	13,500	0.01
11	Mrs. Seema Goel	21,000	0.01	21,000	0.01
12	M/s Annay Realtors Pvt. Ltd.	0	0.00	0	0.00
13	Mr. Jai Bhagwan Goel	9,98,650	0.55	9,98,650	0.55
14	Mrs. Rekha Goel	9,00,000	0.49	9,00,000	0.49
15	Mr. Nakul Goel	0	0.00	0	0.00
C.	Name of the seller:				
1	Mrs. Sushma Goel	23,77,810	1.30	8,44,560	0.46
Total (A+B+C)		13,56,06,918	74.14	13,56,06,918	74.14

***Note:** In addition to above acquisition of 15,33,250 (0.84%) Equity Shares of Omaxe Limited, an aggregate to 99,05,323 equity shares, i.e. 35,76,181 & 63,29,142 Equity Shares of Guild Builders Private Limited, holding company of Omaxe Limited (“Guild”) were also transferred by Mr. Rohtas Goel & Mrs. Sushma Goel, respectively, to their son Mr. Jatin Goel, by way of Gift, which was equivalent to 12.60% proportionate percentage of indirect acquisition in Omaxe Limited.



Jd

Receipt : 112941560632

Date : 2023-07-15 12:39:57

Payer Details

Name of the Payer : Jatin Goel
Pan Card Number : AZWPG8959P
Mobile No : 9999999942
Email ID : jatingoel@omaxe.com
Address : E7, Ansal Vilas, Village Satbari, Mahrauli, Delhi
Pincode : 110074
State : Delhi
Type of fee : Fee u/r 10(7) of SAST
Specify if you are a registered with GST ? : No
GST Number :
State where GST is registered :
Other Remarks :

Fees Details

Enter Fee Amount : 150000
SGST : 0
CGST : 0
IGST : 27000
Total Amount : 177000

Payment Details

Order ID : 2048422
Tracking ID : 112941560632
Currency : INR
Payment Mode : Debit Card
Card Name : MasterCard Debit Card

Total Amount : 177000

To,

BSE Limited Phiroze Jeejeebhoy Towers Limited Dalal Street, Mumbai 400001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai 400 051
Security Code: 532880	Symbol: OMAXE

Subject: Intimation of disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,


Please find enclosed herewith the copy of disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of inter-se transfer of equity shares of Omaxe Limited and Guild Builders Private Limited (Holding Company of Omaxe Limited) between the immediate relatives i.e. Mr. Rohtas Goel, Mrs. Sushma Goel, Mr. Mohit Goel and Mr. Jatin Goel.


You are requested to take the same on record.

Thanking You.


ROHTAS
S GOEL
Rohtas Goel
Seller (Donor)


SUSHMA
A GOEL
Sushma Goel
Seller (Donor)


MOHIT
GOEL
Mohit Goel
Acquirer (Donee)


JATIN
GOEL
Jatin Goel
Acquirer (Donee)

Place: New Delhi
Date: 16.06.2023

Encl.: As above

CC:

Guild Builders Private Limited Shop No-19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon 122001	Omaxe Limited Shop No-19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon 122001
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Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Omaxe Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Acquirers (Donees):</p> <ol style="list-style-type: none"> 1. Mr. Mohit Goel 2. Mr. Jatin Goel <p>Sellers (Donors):</p> <ol style="list-style-type: none"> 1. Mr. Rohtas Goel 2. Mrs. Sushma Goel <p>PACs: Please refer Annexure I.</p>		
Whether the acquirer belongs to Promoter / Promoter group	Mr. Mohit Goel & Mr. Jatin Goel are sons of Mr. Rohtas Goel, Chairman & Promoter of Omaxe Limited, and Mrs. Sushma Goel, member of Promoter Group. Mr. Mohit Goel & Mr. Jatin Goel shall be part of Promoter(s) and Promoter Group.		
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
<p>Before the acquisition under consideration, holding of:</p> <ol style="list-style-type: none"> a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) e) Total (a+b+c+d) 	Please refer Annexure II		
<p>Details of sale</p> <ol style="list-style-type: none"> a) Shares carrying voting rights acquired / sold b) VRs acquired /sold otherwise than by 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/sold d) Shares encumbered / invoked / released by the acquirer e) Total (a+b+c+/-d) 	Please refer Annexure II		

<p>After the sale, holding of:</p> <p>a) Shares carrying voting rights acquired</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by shares</p> <p>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</p> <p>e) Total (a+b+c+d)</p>	<p>Please refer Annexure II</p>
<p>Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p>	<p>Off-Market Inter-se transfer of following shares, by way of gift:</p> <p>(i) Acquisition of 1,22,53,000 Equity Shares of Guild Builders Private Limited, holding company of Omaxe Limited (“Guild”) and 15,33,250 Equity Shares of Omaxe Limited by Mr. Mohit Goel from Mr. Rohtas Goel.</p> <p>(ii) Acquisition of 35,76,181 & 63,29,142 Equity Shares of Guild Builders Private Limited, holding company of Omaxe Limited (“Guild”) by Mr. Jatin Goel from Mr. Rohtas Goel & Mrs. Sushma Goel, respectively, and acquisition of 15,33,250 Equity Shares of Omaxe Limited from Mrs. Sushma Goel;</p>
<p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>Date of acquisition: June 16, 2023</p>
<p>Equity share capital / total voting capital of the TC before the said acquisition / sale</p>	<p>Rs. 1829005400 divided into 182900540 equity shares of Rs. 10 each.</p>
<p>Equity share capital/ total voting capital of the TC after the said acquisition / sale</p>	<p>Rs. 1829005400 divided into 182900540 equity shares of Rs. 10 each.</p>
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>Rs. 1829005400 divided into 182900540 equity shares of Rs. 10 each.</p>

You are requested to take note of the same.

ROHTAS GOEL
Rohtas Goel
Seller (Donor)

SUSHMA GOEL
Sushma Goel
Seller (Donor)

MOHIT GOEL
Mohit Goel
Acquirer (Donee)

JATIN GOEL
Jatin Goel
Acquirer (Donee)

Annexure I

S.No.	Acquirer(s), Seller(s) and PACs:
	Acquirer(s)
1	Mr. Mohit Goel
2	Mr. Jatin Goel
	Seller(s):
1	Mr. Rohtas Goel
2	Mrs. Sushma Goel
	PACs:
1	Rohtas Goel (HUF)
2	M/s Guild Builders Pvt. Ltd.
3	M/s Dream Home Developers Pvt. Ltd.
4	M/s NJS Developers Private Limited
5	M/s VSG Builders Private Limited
6	M/s Ajitesh Consultants Pvt. Ltd.
7	Mr. Sunil Goel
8	M/s Sunil Goel HUF
9	Mrs. Seema Goel
10	M/s Annay Realtors Pvt. Ltd.
11	Mr. Jai Bhagwan Goel
12	Mrs. Rekha Goel
13	Mr. Nakul Goel

Annexure II

Details of the (disposal)/ acquisition 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 acquisition under consideration, holding of:			
a) Shares carrying voting rights			
(i) Mr. Rohtas Goel	27,47,250	1.50	1.50
(ii) Mrs. Sushma Goel	23,77,810	1.30	1.30
(iii) Mr. Mohit Goel	0	0.00	0.00
(iv) Mr. Jatin Goel	0	0.00	0.00
(v) Other Promoter, Promoter Group & PAC's	130,481,858	71.34	71.34
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	135,606,918	74.14	74.14
Details of (sale)/ acquisition			
a) Shares carrying voting rights (sold)/ acquired			
(i) Mr. Rohtas Goel	(15,33,250)	(0.84)	(0.84)
(ii) Mrs. Sushma Goel	(15,33,250)	(0.84)	(0.84)
(iii) Mr. Mohit Goel	15,33,250	0.84	0.84
(iv) Mr. Jatin Goel	15,33,250	0.84	0.84
b) VRs acquired /sold otherwise than by 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/sold	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
Total (a+b+c+/-d)	0	0.00	0.00
After the sale, holding of:			
a) Shares carrying voting rights acquired			
(i) Mr. Rohtas Goel	12,14,000	0.66	0.66
(ii) Mrs. Sushma Goel	8,44,560	0.46	0.46
(iii) Mr. Mohit Goel	15,33,250	0.84	0.84
(iv) Mr. Jatin Goel	15,33,250	0.84	0.84
(v) Other Promoter, Promoter Group & PAC's	130,481,858	71.34	71.34
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by 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) after acquisition	-	-	-
Total (a+b+c+d)	135,606,918	74.14	74.14

Note: In addition to transfer of above mentioned equity shares in Omaxe Limited, an aggregate of 41.17% equity shares of M/s Guild Builders Private Limited (Holding Company of Omaxe Limited) i.e. 28.18% indirect voting rights in Target Company (Omaxe Limited) have also been transferred from Mr. Rohtas Goel, and Mrs. Sushma Goel to Mr. Mohit Goel and Mr. Jatin Goel, by way of gift, as per below details:

	Pre-acquisition holding			Transaction Details Acquisition / (sale)			Post-Acquisition holdings		
	No. of Shares/voting rights in Guild	% w.r.t total share capital of Guild	Indirect (proportionate) voting rights in TC	No. of Shares/voting rights in Guild	% w.r.t total share capital of Guild	Indirect (proportionate) voting rights in TC	No. of Shares/voting rights in Guild	% w.r.t total share capital of Guild	Indirect (proportionate) voting rights in TC
Acquirer(s), Seller(s) and PAC(s):									
Acquirer(s):									
Mr. Mohit Goel	91,41,411	16.99	11.63	1,22,53,000	22.77	15.58	2,13,94,411	39.75	27.21
Mr. Jatin Goel	74,79,340	13.90	9.51	99,05,323	18.41	12.60	1,73,84,663	32.30	22.11
Seller(s):									
Mr. Rohtas Goel	1,58,29,181	29.41	20.13	(1,58,29,181)	(29.41)	(20.13)	0	0.00	0.00
Mrs. Sushma Goel	63,29,142	11.76	8.05	(63,29,142)	(11.76)	(8.05)	0	0.00	0.00
PACs:									
Rohtas Goel (HUF)	17,51,662	3.25	2.23	0	0.00	0.00	17,51,662	3.25	2.23
M/s NJS Developers Private Limited	4,06,117	0.75	0.52	0	0.00	0.00	4,06,117	0.75	0.52
M/s VSG Builders Private Limited	1,61,817	0.30	0.21	0	0.00	0.00	1,61,817	0.30	0.21
M/s Ajitesh Consultants Pvt. Ltd.	14,06,250	2.61	1.79	0	0.00	0.00	14,06,250	2.61	1.79
Mr. Sunil Goel	83,15,609	15.45	10.58	0	0.00	0.00	83,15,609	15.45	10.58
M/s Sunil Goel (HUF)	85,345	0.16	0.11	0	0.00	0.00	85,345	0.16	0.11
Mrs. Seema Goel	11,35,767	2.11	1.44	0	0.00	0.00	11,35,767	2.11	1.44
M/s Anny Realtors Pvt. Ltd.	39,690	0.07	0.05	0	0.00	0.00	39,690	0.07	0.05
Mr. Jai Bhagwan Goel	17,08,067	3.17	2.17	0	0.00	0.00	17,08,067	3.17	2.17
Mrs. Rekha Goel	27,402	0.05	0.03	0	0.00	0.00	27,402	0.05	0.03
Mr. Nakul Goel	0	0.00	0.00	0	0.00	0.00	0	0.00	0.00
Total	5,38,16,800	100	68.45	0	0.00	0.00	5,38,16,800	100	68.45