

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

Name of the Target Company (TC)	Soma Textiles & Industries Limited		
Name(s) of the acquirer/ seller and Persons Acting in Concert (PAC) with the acquirer/ Seller	KGPL Industries and Finvest Private Limited		
Whether the acquirer/ seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)		
Details of the acquisition / 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 acquisition/ disposal under consideration, holding of:			
a) Shares carrying voting rights	1,02,04,651	30.89	30.89
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	N.A.	N.A
c) Voting rights (VR) otherwise than by shares	Nil	N.A.	N.A
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)	Nil	N.A.	N.A
e) 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)	Nil	N.A.	N.A
f) Total (a+b+c+d)	1,02,04,651	30.89	30.89
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	1,02,04,651	30.89	30.89
b) VRs acquired /sold otherwise than by shares	Nil	N.A.	N.A
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	N.A.	N.A
d) Shares encumbered / invoked/released by the acquirer	Nil	N.A.	N.A
e) Total (a+b+c+/-d)	1,02,04,651	30.89	30.89
After the acquisition/sale, holding of:	Nil	N.A.	N.A

a) Shares carrying voting rights			
b) Shares encumbered with the acquirer	Nil	N.A.	N.A.
c) VRs otherwise than by shares	Nil	N.A.	N.A.
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	N.A.	N.A.
e) Total (a+b+c+d)	Nil	N.A.	N.A.
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off – Market (Transfer pursuant to the approval of Scheme of Merger by Absorption between KGPL Industries & Finvest Private Limited and Sarvopari Investments Private Limited) ^{Note 1&2}		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 19, 2022		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 33,03,30,000/- divided into 3,30,33,000 Equity shares of Rs. 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 33,03,30,000/- divided into 3,30,33,000 Equity shares of Rs. 10/- each		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 33,03,30,000/- divided into 3,30,33,000 Equity shares of Rs. 10/- each		

(*) 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.

Notes:

1. Sale/ Transfer is pursuant to Order no. C.P. (CAA)/231/MB/2021 connected with C.A. (CAA)/167/MB/2021 dated 16th September, 2022 of National Company Law Tribunal and certified copy of order issued on 17th October, 2022 (filed with Ministry of Corporate affairs on 2nd November, 2022 vide SRN No. F38964235) regarding merger KGPL Industries & Finvest Private Limited (Transferor Company) into Sarvopari Investments Private Limited (Transferee Company).
2. Transferor Company's holding in the Target Company prior to the aforesaid merger was **1,02,04,651 (30.89%)** Equity Shares. Transferee Company's holding in the Target Company prior to the aforesaid merger was **40,07,244 (12.13%)** Equity Shares. Accordingly pursuant to merger of Transferor Company into Transferee Company, holding of Transferee Company in the Target Company shall be **1,42,11,895 Equity Shares (43.02%)**.

3. The Total Promoter/ Promoter Group holding of the Target Company pre and post aforesaid merger shall be same i.e. 2,10,35,017 (63.68%) Equity Shares since the Merger does not directly involve Target Company as a Transferor Company or as a Transferee Company.

For KGPL Industries and Finvest Private Limited

R.Sharma.

Raja Sharma

Date: 21st December, 2022

Place: Mumbai

KGPL INDUSTRIES & FINVEST PVT. LTD.

Regd. office: 6, Vaswani Mansions, 1st Floor, D.Vachha Road, Churchgate, Mumbai – 400 020.
Tel : No. 9833205688 * Email : raja.sharma730@gmail.com

CIN No. U26100MH1969PTC014312

21st December, 2022

To,
Soma Textiles & Industries Ltd
2, Red Cross Place,
Kolkata, West Bengal, 700001

To,
The Secretary
BSE Limited
P J Towers
Dalal Street, Fort,
Mumbai 400 001
Company Script ID.: 521034

To,
National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor,
Bandra-kurla Complex,
Bandra (East), Mumbai – 400 051.
Company Symbol: SOMATEX

**Sub: Disclosure under Regulation 29 (2) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir,

With reference to the captioned subject, we would like to inform you that we have received Order from National Company Law Tribunal, Mumbai Bench vide Order no. C.P. (CAA)/231/MB/2021 connected with C.A. (CAA)/167/MB/2021 dated 16th September, 2022 of National Company Law Tribunal and certified copy of order issued on 17th October, 2022 (filed with Ministry of Corporate affairs on 2nd November, 2022 vide SRN No. F38964235) regarding merger of KGPL Industries & Finvest Private Limited (Transferor Company / Company) into Sarvopari Investments Private Limited (Transferee Company). Both the Transferor Company and Transferee Company belongs to the Promoter / Promoter Group of Soma Textiles & Industries Limited (“Target Company”).

Pursuant to the NCLT Order, our entire holding of **1,02,04,651 (30.89%)** Equity Shares in the Target Company is transferred to the Transferee Company.

KGPL INDUSTRIES & FINVEST PVT. LTD.

Regd. office: 6, Vaswani Mansions, 1st Floor, D.Vachha Road, Churchgate, Mumbai – 400 020.
Tel : No. 9833205688 * Email : raja.sharma730@gmail.com

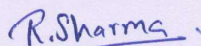
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The Total Promoter/ Promoter Group holding of the Target Company pre and post aforesaid merger shall be same i.e. 2,10,35,017 (63.68%) Equity Shares since the Merger does not directly involve Target Company as a Transferor Company or as a Transferee Company.

Please find attached reporting under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take the same on record.

Thanking you,
Yours faithfully
For KGPL Industries and Finvest Private Limited



Raja Sharma
Authorised Signatory
Place: Mumbai