

NCL INDUSTRIES LIMITED



NCL/SEC/2023-24/BSE/NSE

Dated: September 19, 2023

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Floor.25, Dalal Street
MUMBAI – 400001.
Tel No.022-22721234
Scrip Code :502168

National Stock Exchange
of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (E),
MUMBAI - 400051
Scrip Code: NCLIND

Dear Sir / Madam,

Re : Disclosure Under Regulation10(5) of SEBI(SAST) Régulations,2011

Please find enclosed the Disclosure under Régulation 10(5) of SEBI (SAST) Régulations, 2011 received from Promoter Group in respect of the proposed acquisition of up to 29,40,000 Equity shares of NCL Industries Ltd on or after 26th September 2023 up to 30th September, 2023, from Mr.Ashven Datla and Mrs Shilpa Datla by way of Inter-se Transfer among promoter Group in terms of above Régulations on Stock Exchanges.

Kindly acknowledge the above

With regards
for **NCL INDUSTRIES LIMITED,**

ARUN KUMAR TADINADA
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KUMAR TADINADA
Date: 2023.09.19 17:50:09
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T. ARUN KUMAR
Vice President & Company Secretary

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	NCL Industries Ltd
2.	Name of the acquirer(s)	Mr. K Ravi Mr. K Gautam Mrs. Roopa Bhupatiraju Mr. Utkal Goradia Mr.Subba Raju Bhupatiraju Mr.Bimal V Goradia Mrs Pooja Kalidindi NCL Holdings (A&S) Ltd
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes. All the acquirers are named as members in promoter group in the Share holding pattern of the TC
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr.Ashven Datla & Mrs Shilpa Datla Both the sellers are members in promoter group in the TC
	b. Proposed date of acquisition	After 26 th September,2023 Up to 30 th September,2023 (in multiple tranches)
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Up to 29,40,000 Equity Shares of the Face Value of Rs.10/- each
	d. Total shares to be acquired as % of share capital of TC	Up to 6.50 %
	e. Price at which shares are proposed to be Acquired	The Shares of TC will be acquired at the market price and subject to not exceeding the limits provided in proviso (i) to Regulation 10(1) (a) of SEBI (SAST) Regulations,2011.
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of Equity Shares of TC among the Promoter group
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer	Regulation 10(1) (a) (ii) of SEBI (SAST) Regulations, 2011.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The Shares of the TC are frequently traded in terms of Regulation 2(1)(j) of the SEBI (SAST) Regulations,2011. The volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the Stock Exchange where the maximum volume of trading in the shares of the TC are recorded during such period is Rs.220.017 per Share NSE
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable

8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	We hereby declare that the acquisition price would not be higher by more than 25% of the price computed in Point No.6 above.			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	We hereby declared that the transferor and the Transferee have complied (during 3 years prior to the date of proposed acquisition) /will comply with applicable disclosure requirements in Chapter V of the SEBI (SAST) Regulations,2011.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declared that all the conditions specified under Regulation 10(1) (a) of the SEBI (SAST) regulations,2011 with respect to exemptions have been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share Capital of TC
a	Acquirer(s) and PACs (other than sellers) (*)				
	(i) K.Ravi	24,59,403	5.44	26,19,403	5.79
	(ii) K.Gautam	20,89,087	4.62	23,97,087	5.30
	(iii) Roopa Bhupatiraju	25,91,193	5.73	26,83,193	5.93
	(iv) Bh.Subba Raju	2,56,714	0.57	2,96,714	0.66
	(v) Pooja Kalidindi	15,02,518	3.32	15,62,518	3.45
	(vi) Utkal B Goradia	1,31,587	0.29	1,51,587	0.33
	(vii) Bimal V Goradia	3,24,610	0.72	3,44,610	0.76
	(viii) NCL Holdings (A&S) Ltd	5,18,815	1.14	27,58,815	6.10
	(ix) Others in Promoter Group	69,71,464	15.41	69,71,464	15.41
b	Seller (s)				
	(i) Ashven Datla	17,75,855	3.93	15,96,688	3.53
	(ii) Shilpa Datla	27,60,833	6.10	-----	---
	Grand Total	2,13,82,079	47.27	2,13,82,079	47.27

For and on behalf of the Acquirers

GAUTAM
KALIDINDI

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GAUTAM KALIDINDI
Date: 2023.09.19
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Authorized Representative