

February 12, 2024

The General Manager
Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001

Manager – Listing Compliance
National Stock Exchange of
India Limited
Exchange Plaza, Bandra - Kurla
Complex,
Bandra (E), Mumbai - 400 051

Ref: Paramount Communications Limited (Scrip Code: 530555)
Sub: Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011

Dear Sir,

Please find attached the report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, received from **Hertz Electricals (International) Private Limited, Acquirer and forms part of Promoter group of the Company**, in connection with the acquisition of shares of Paramount Communications Limited due to inter-se transfer of shares among promoter group on account of approved scheme of Amalgamation of Ekta Ayat Niryat Private Limited, Worth Finance and Leasing Private Limited, Mathran Shares and Securities Private Limited , April Investment and Finance Private Limited with Hertz Electricals (International) Private Limited vide NCLT Order.

Request you to please take the same on records.

Thanking You.

Yours Sincerely,

For and on behalf of **Paramount Communications Limited**

Rashi Goel
Company Secretary and Compliance Officer

RASHI Digitally signed
by RASHI GOEL
Date:
2024.02.12
09:58:03 +05'30'

Place: New Delhi
Date: 12.02.2024

HERTZ ELECTRICALS (INTERNATIONAL) PVT. LTD.

CIN: U74899DL1980PTC010970

Regd. office- M5A, Bahubali, 1st Floor, Block-59, Plot no- 59/17, New Rohtak Road, Karol Bagh, Delhi-110005

February 09, 2024

**The General Manager
Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001**

**Manager - Listing Compliance
National Stock Exchange of
India Limited
Exchange Plaza, Bandra - Kurla
Complex,
Bandra (E), Mumbai - 400 051**

Ref: Paramount Communications Limited (Scrip Code: 530555)

Sub: Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find attached the report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the acquisition of shares of Paramount Communications Limited due to inter-se transfer of shares among promoter group on account of approved scheme of Amalgamation of Ekta Ayat Niryat Private Limited, Worth Finance and Leasing Private Limited, Mathran Shares and Securities Private Limited, April Investment and Finance Private Limited with Hertz Electricals (International) Private Limited vide NCLT Order.

The report under Regulation 10(6) of the Takeover Regulations has been filed with stock exchanges on January 17, 2024.

The applicable fees of Rs. 1,50,000 plus GST is paid as under:

Complete Name of the remitter entity / person	Hertz Electricals (International) Private Limited
Address of the entity / person	M5A, Bahubali, 1st Floor, Block-59 Plot No.- 59/17, New Rohtak Road, Karol Bagh Delhi 110005
Address from where the payment is discharged	South Indian Bank, Naraina Vihar, New Delhi-110028
Date of remittance	09.02.2024
Fees Amount	Rs. 1,50,000
GST Amount	Rs. 27,000
Total Amount remitted	Rs. 1,77,000
GST Calculation (in %)	18%
GST Registration No. (if available)	No

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Bank Account No. of SEBI to which remittance is made	AVEP113173246743
Transaction/UTR Number	SIBLN24040126087 dated 09.02.2024

Request you to please take the same on records.

Thanking You.

Yours Sincerely,

For and on behalf of **Hertz Electricals (International) Private Limited**

Tushar Aggarwal
Director

DIN No. 03454716

Place: New Delhi

Date: 09.02.2024

CC: **Paramount Communications Limited**

Tushar Digitally signed
by Tushar
Aggarwal
Date:
2024.02.09
17:53:26 +05'30'

Aggarwal

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Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) 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.}	Hertz Electricals (International) Private Limited M5A, Bahubali, 1st Floor, Block-59 Plot No.- 59/17, New Rohtak Road, Karol Bagh Delhi 110005 Phone No.: +91 011 28721434-35 Email: associatecompanies45@gmail.com
	b.	Whether sender is the acquirer (Y/N)	Yes
	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)	NA
	d.	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	NA
2	Compliance of Regulation 10(7)		
	a.	Date of report	February 09, 2024
	b.	Whether report has been submitted to SEBI within 21 business days from the date of the acquisition	Yes
	c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3	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 business days of the acquisition	Yes
	b.	Date of Report	January 16, 2024
4	Details of the Target Company (TC)		
	a.	Name & address of TC	Paramount Communications Limited Paramount House, KH-433, Maulsari Avenue, Westend Greens, Rangpuri New Delhi – 110 037
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited & National Stock Exchange of India Limited
5	Details of the acquisition		
	a.	Date of acquisition	January 10, 2024
	b.	Acquisition price per share (in Rs.)	Nil consideration. The shares are acquired pursuant to Scheme of Amalgamation

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	c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(2)			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no: & as a percentage of the total share capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares (*)	% w.r.t total share capital / voting rights of TC	No. of Shares	% w.r.t total share capital / voting rights of TC [^]
	a.	Each Acquirer / Transferee(**)				
		Hertz Electricals (International) Private Limited	18,050	0.01	4,64,93,302	16.63
		Total	18,050	0.01	4,64,93,302	16.63
	b.	Each Seller / Transferor				
		April Investment and Finance Private Limited *	4,20,40,172	15.04	-	-
		Worth Finance and Leasing Private Limited	44,24,330	1.58	-	-
		Ekta Ayat Niryat Private Limited	10,750	0.00	-	-
		Mathran Shares and Securities Private Limited	-	-	-	-
		Total	4,64,93,302	16.63	4,64,93,302	16.63
6	Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(d)(iii)					
	a.	Confirm that the scheme is approved by the order of a court or any other competent Authority	It was approved by NCLT, New Delhi bench vide order dated August 01, 2023.			
	b.	Attached copy of the order mentioned above.	The copy of order is enclosed as Annexure A .			
	c.	Total consideration paid under the scheme.	Nil consideration. The shares are acquired pursuant to Scheme of Amalgamation			
	d.	Component of cash and cash equivalents in the total consideration paid under the scheme. Whether the same is less than twenty-five percent of the total consideration paid under the scheme? (Y/N)	There was nil consideration as the shares were allotted pursuant to merger of Transferor Companies in Transferee Company. Yes			

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e.	After the implementation of the scheme, whether the persons who are directly or indirectly holding at least thirty-three per cent of the voting rights in the combined entity are the same as the persons who held the entire voting rights before the implementation of the scheme? (Y/N). Please furnish relevant details including the name of such persons as well as their stake in the combined entity.	Yes. The persons who are directly or indirectly holding at least thirty-three per cent of the voting rights in the combined entity are the same as the persons who held the entire voting rights before the implementation of the scheme. The details of promoter and promoter group is enclosed as Annexure B .
f.	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. Details for last 8 financial years from 2013-2014 till date are enclosed as Annexure C .
g.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (d)(iii) with respect to exemptions has been duly complied with.	Declaration is enclosed as Annexure D .

Note:

(*) The Scheme of Amalgamation of Ekta Ayat Niryat Private Limited ("Transferor Company 1"), Worth Finance and Leasing Private Limited ("Transferor Company 2"), Mathran Shares and Securities Private Limited ("Transferor Company 3"), April Investment and Finance Private Limited ("Transferor Company 4") (the Transferor Company 1, Transferor Company 2, Transferor Company 3 and Transferor Company 4 are collectively referred to as the "Transferor Companies") and Hertz Electricals (International) Private Limited ("Transferee Company") was approved by the Hon'ble NCLT, New Delhi Bench vide order dated NCLT Order August 01, 2023. Pursuant to said Scheme, the Transferor Companies shall stand amalgamated with Transferee Company and will dissolve winding up. The Transferor Companies holds shares of the Paramount Communications Limited (Target Company) which were transferred to Transferee Company on January 10, 2024. Further, April Investment and Finance Private Limited, Transferor Company 4, holds 4,20,40,172 shares in Paramount Communications Limited (Target Company). Out of which, 2,90,00,000 shares are under lock-in and 1,27,84,712 shares are pledged with M/S Invent Assets Securitisation & Reconstruction Private Limited. Hence, the total of 4,17,84,712 shares will be transferred on receipt of approval from depositories and / or pledgee, as the case may be and forms part of the above mentioned transfer transaction.

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(**) Shareholding of each entity shall be shown separately and then collectively in a group.

(^) The Target Company in its Share Allotment Committee meeting(s) held on following dates has equity shares of the Company through preferential allotment. However, the listing approval is pending for the said shares. Hence, post-acquisition shareholding percentage does not include these shares.

S.No.	Date of Share Allotment Committee Meeting	No. of Shares Allotted	Nature of Allotment
1	25.01.2024	17,00,000	Consequent to conversion of warrants into equal number of equity shares to non-promoters on Preferential Basis
2	29.01.2024	2,03,74,980	Equity Shares on Preferential Basis to Non-promoters
3	07.02.2024	12,50,000	Equity Shares on Preferential Basis to Non-promoters

We hereby declare that the information provided in the instant report is true and nothing has been concealed therefrom.

Signature:

Tushar Aggarwal
Director
DIN No. 03454716

Tushar
Aggarwal

Digitally signed
by Tushar
Aggarwal
Date: 2024.02.09
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Date: 09.02.2024

Place: New Delhi