

DILEEP MALHOTRA

Windmere
New Cuffe Parade
Colaba
Mumbai 400025

March 29, 2019

**Listing & Compliance Dept.
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400 023.**

Dear Sir/Madam,

Company Code: 509525

Re: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose the disclosure in respect of acquisition in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking you,

Yours faithfully,



DILEEP MALHOTRA

Authorised Signatory
On behalf of Promoter Group

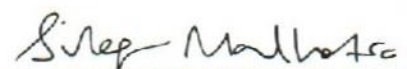
Encl:

Format for 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

1	Name of the Target Company (TC)	EMPIRE INDUSTRIES LIMITED	
2	Name of the acquirer(s)	RANDIL TRADING COMPANY PRIVATE LIMITED	
3	Name of the stock exchange where shares of the TC are listed	BSE Limited	
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Consequent upon the amalgamation of Arjun Transport Company Private Limited (ATC) and Empire International Private Limited (EIPL) with Randil Trading Company Private Limited (RTC). Hence the shares of Empire Industries Limited held by RTC is reclassified under head of 'Shareholding of Promoter and Promoter Group.' with effect from 29.03.2019.	
5	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(g) of SEBI SAST Regulations, 2011.	
6	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No	Not applicable Not applicable
7	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
		N.A.	N.A.
a.	Name of the transferor / seller	Arjun Transport Company Private Limited and Empire International Private Limited	
b.	Date of acquisition	29/03/2019	
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	11,11,990	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	18.5332	
e.	Price at which shares are proposed to be acquired / actually acquired	Not applicable	

8	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t. total share capital of TC	No. of shares held	% w.r.t. total share capital of TC
	a	Each Acquirer / Transferee(*)				
	1	DILEEP MALHOTRA	14,75,975	24.5996	14,75,975	24.5996
	2	RANJIT MALHOTRA	9,68,403	16.1401	9,68,403	16.1401
	3	SATISHCHANDRA MALHOTRA	95,582	1.5930	95,582	1.5930
	4	USHA DEVI MALHOTRA	1,98,117	3.3020	1,98,117	3.3020
	5	UMA MALHOTRA	1,25,222	2.0870	1,25,222	2.0870
	6	KABIR MALHOTRA	1,95,874	3.2646	1,95,874	3.2646
	7	ANJALI MALHOTRA	1,27,248	2.1208	1,27,248	2.1208
	8	S. C. MALHOTRA AS TRUSTEE	12,410	0.2068	12,410	0.2068
	9	S. C. MALHOTRA AS TRUSTEE	11,998	0.2000	11,998	0.2000
	10	S. C. MALHOTRA AS TRUSTEE	10,285	0.1714	10,285	0.1714
	11	S. C. MALHOTRA AS TRUSTEE	10,123	0.1687	10,123	0.1687
	12	S. C. MALHOTRA AS TRUSTEE	9,999	0.1667	9,999	0.1667
	13	RANDIL TRADING CO. PVT. LTD.	0	0.0000	11,11,990	18.5332
	TOTAL		32,41,236	54.0206	43,53,226	72.5538
	b	Each Seller / Transferor				
	1	EMPIRE INTERNATIONAL PVT. LTD.	3,27,012	5.4502	0	0.0000
	2	ARJUN TRANSPORT CP. PVT. LTD.	7,84,978	13.0830	0	0.0000
	TOTAL		11,11,990	18.5332	0	0.0000

For and on behalf of Promoter Group



DILEEP MALHOTRA

AUTHORISED SIGNATORY

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 & 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.