

## Yash Management & Satellite Ltd.

Date: 19.11.2020

To,  
The Manager  
The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai-400001

**Sub: Disclosure of Inter-se Transfer of Shares between the Promoters/ Promoters Group in accordance with Regulation 10(5) of SEBI (SAST) Regulations, 2011.**

Dear Sir/Ma'am,

Pursuant to the Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with Regulation 3 of SEBI (Prohibition of Insider Regulations) Regulations, 2015, we would like to inform you that the Company has received an information for inter-se transfer of shares amongst promoter through an off market transaction.

This being an inter-se transfer of shares amongst Promoter Group, the same falls within the exemption under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (qualifying person being persons named as promoters in the shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition). This is in the nature of transfer of shares through an off-Market transaction amongst promoters.

The Aggregate holding of Promoter and Promoter group before and after the above inter-se transaction remains the same.

In this connection, necessary disclosure under Regulation 10(5) from the above said acquisition in prescribed format, as submitted by the acquirers is enclosed herewith for your kind information and records.

Thanking You

Yours Faithfully

For Yash Management & Satellite Limited

*Ayushi Bhargava*  
Ayushi Bhargava

Company Secretary and Compliance Officer



**Anurag Gupta**  
B-204 Silver Croft,  
Off Yari Road, Near Amarnath Tower,  
Andheri (West) Versova Mumbai 400061

**Date: 19.11.2020**

**To,**  
**The Manager**  
The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai-400001

**Sub: Prior Intimation under regulation 10(5) of Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of  
shares**

**Dear Sir/ Ma'am,**

As due compliance of Regulation 10(5) of the SEBI (SAST) Regulations, 2011, the undersigned being part of the Promoter and Promoter Group of the Company, hereby furnish the Prior Intimation in the specified format under regulation 10(5) in respect of proposed inter-se transfer of 28,40,000 (16.706%) shares of Yash Management & Satellite Limited being the Target Company ("TC")


The shares are proposed to be acquired by way of inter se transfer from amongst the Promoters and Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) (qualifying person being persons named as promoters in the shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition) and there will be no change in the Total Shareholding of the Promoters Group after such inter-se transfer of shares of TC.

Thanking you,

Yours faithfully,

  
Anurag Gupta

FOR ANURAG GUPTA - H. U. F

  
Anurag Gupta **KARTAJ**  
(on behalf of Anurag Gupta HUF)

CC:

**YASH MANAGEMENT AND SATELLITE LIMITED**  
Office No. 303, Morya Landmark -I,  
Opp. Infiniti Mall, Off New Link Road,  
Andheri (West), Mumbai - 400 053

**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)	Yash Management & Satellite Limited
2.	Name of the acquirer(s)	1.Anurag Gupta 2.Anurag Gupta HUF
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 The Acquirers are part of the existing promoter group.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Upsurge Investment & Finance Limited
	b. Proposed date of acquisition	On or after 25.11.2020
	c. Number of shares to be acquired from each person mentioned in 4(a) above	28,40,000 Equity Shares to be acquired by following promoters. 1.Anurag Gupta: 14,00,000 2.Anurag Gupta HUF: 14,40,000
	d. Total shares to be acquired as % of share capital of TC	16.706%
	e. Price at which shares are proposed to be acquired	Not exceeding the limit provided in proviso (i) to regulation 10 (1) (a) of SEBI (SAST) Regulations.
	f. Rationale, if any, for the proposed transfer	Inter se transfer amongst promoter group.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	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.	Rs. 12.22/- Per share
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA
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.	Enclosed as Annexure A
9.	I. Declaration by the acquirer, that the transferor and transferee have complied (During 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) II. The aforesaid disclosures made during previous 3 years prior to date of proposed acquisition to be furnished.	Enclosed as Annexure A  NA

10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.	Enclosed as Annexure A			
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) (*)				
	Anurag Gupta Anurag Gupta HUF	24,00,000 18,75,000	14.117% 11.030%	38,00,000 33,15,000	22.353% 19.500%
	Total: Acquirer (s)	42,75,000	25.147%	71,15,000	41.853%
b	Seller (s)				
	Upsurge Investment & Finance Limited	28,40,000	16.706%	0	0
	Total: Seller (s)	28,40,000	16.706%	0	0

**Note:**

- (\*) Shareholding of each entity may 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.

  
Anurag Gupta

FOR ANURAG GUPTA - H. U. F.  
  
Anurag Gupta  
(on behalf of Anurag Gupta HUF) **KARTAJ**

Date: 19.11.2020  
Place: Mumbai

**Annexure A**


**Declaration by Acquirer**



This is with respect to the following proposed acquisition of shares by way of Inter se transfer among promoters within promoter and promoter group of Yash Management & Satellite Limited (a company incorporated under companies act 1956) having its registered office at Office No. 303, Morya Landmark- I, Opp. Infinity Mall, Off. New Link Road, Andheri (West), Mumbai, Maharashtra, 400053

Inter -se transfer of 28,40,000 shares from Upsurge Investment & Finance Limited to Anurag Gupta and Anurag Gupta HUF being promoters of target company.

In this regard, the undersigned being the proposed transferee (acquirer) to the proposed "Inter se transfer" hereby declare that:

- (a) the acquisition price would not be higher by more than 25% of the volume weighted average market price for a period of 60 trading days preceding the date of issuance of the notice.
- (b) 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).
- (c) that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with

  
Anurag Gupta

FOR ANURAG GUPTA - H. U. F.  
  
Anurag Gupta  
(on behalf of Anurag Gupta HUF) 

Date: 19.11.2020  
Place: Mumbai