

From,  
**Navroze Shiamak Marshall**  
Address: 71 ELCID, 13, B G Kher Marg,  
Mumbai-400006

**Kamal Imran Panju**  
Address: 4, Symphony, Napean Sea Road,  
Mumbai-400006

**Kayan Jamshid Pandole**  
Address: Jairaz House, Behind Sasoon Dock,  
Colaba, Mumbai- 400005

Date: December 29, 2022

To,  
The Deputy General Manager,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**Ref: Simmonds Marshall Limited (BSE Scrip Code: 507998)**

**Sub: Disclosure u/r 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011(SEBI SAST Regulations) for inter-se transfer of equity shares.**

Dear Sir/Madam,

With reference to the above, please find enclosed herewith the disclosure pursuant to the requirement of Regulation 10(6) of SEBI SAST Regulations for inter-se transfer of equity shares among promoters/promoters group of Simmonds Marshall Limited pursuant to Regulation 10(1)(a)(ii) of SEBI SAST Regulations.

Please take it on your records.

Thanking you,

**For and on behalf of all acquirers**

  
**Navroze S. Marshall**

**Encl-As attached**

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)	Simmonds Marshall Limited (CIN: L29299PN1960PLC011645)
2.	Name of the acquirer(s)	Navroze Shiamak Marshall Kamal Imran Panju Kayan Jamshid Pandole
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.	<p>Inter - se transfer of shares amongst promoters /promoter group.</p> <p>Details of transactions are as follows:</p> <ol style="list-style-type: none"> <li>15,82,725 Equity shares of face value of Rs. 2/-each from Mrs. Maki Marshall to Mr. Navroze Marshall.</li> <li>1,60,000 Equity shares of face value of Rs. 2/ each from Mr. Shiamak Marshall to Mrs. Kamal Imran Panju.</li> <li>55,290 Equity shares of face value of Rs. 2/- each from Mr. Shiamak Marshall to Mrs. Kayan Pandole.</li> <li>15,28,887 Equity shares of face value of Rs. 2/- each from Mr. Shiamak Marshall to Mr. Navroze Marshall.</li> <li>1,04,710 Equity shares of face value of Rs. 2/- each from Mrs. Maki Marshall to Mrs. Kayan Pandole.</li> </ol> <p>34,31,612 Equity shares constituting 30.64% of the paid up capital of the Company, were acquired on December <u>27</u>, 2022, the transaction is an inter-se transfer between relatives who are members of the promoter group.</p> <p>No consideration is involved for transaction, as the acquisition is by way of a gift from immediate relatives - Mr. Shiamak J. Marshall and Mrs. Maki S. Marshall</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) 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.	Yes  December 20, 2022			
7.	Details of acquisition	Disclosures required to be made under Regulation 10(5)	Whether the disclosures under Regulation 10(5)		
a.	Name of the transferor/seller	Mr. Shiamak Marshall Mrs. Maki Marshall	Mr. Shiamak Marshall Mrs. Maki Marshall		
b.	Date of acquisition	December <u>27</u> , 2022	December <u>27</u> , 2022		
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	17,44,177 Equity Shares 16,87,435 Equity Shares	17,44,177 Equity Shares 16,87,435 Equity Shares		
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	30.64%	30.64%		
e.	Price at which shares are proposed to be acquired / actually acquired	No consideration is involved as the acquisition of shares is by way of gift.	No consideration is involved as the acquisition of shares is by way of gift.		
8.	Shareholding details	<b>Pre-Transaction</b>		<b>Post-Transaction</b>	
		<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>	<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>
a.	Each Acquirer / Transferee				
	Navroze Shiamak Marshall	15,58,678	13.92	46,70,290	41.70
	Kamal Imran Panju	6,77,155	6.05	8,37,155	7.48
	Kayan Jamshid Pandole	7,13,655	6.37	8,73,655	7.80
	<b>Acquirer(s) and PACs Collectively</b>	<b>29,49,488</b>	<b>26.34</b>	<b>63,81,100</b>	<b>56.98</b>
b.	Each Seller / Transferor				
	Shiamak Jeejeebhoy Marshall	17,44,177	15.57	0	0
	Maki Shiamak Marshall	16,87,435	15.07	0	0
	<b>Seller (s) Collectively</b>	<b>3,431,612</b>	<b>30.64</b>	<b>0</b>	<b>0</b>
	<b>Total Promoter &amp; Promoter Group</b>	<b>63,81,100</b>	<b>56.98</b>	<b>63,81,100</b>	<b>56.98</b>

For and on behalf of all acquirers

  
Navroze S. Marshall

Date: December 29, 2022

Place: Mumbai