

SUMIL HOLDINGS PRIVATE LIMITED

Registered Office:

Mafatlal House, 4th Floor,
H.T. Parekh Marg, Backbay Reclamation,
Mumbai - 400 020.

CIN No.: U17110MH1979PTC021276

Tel.: 6617 3636 • Fax: 6635 7633

9th March, 2020

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

Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to acquisition of 24,15,469 (17.36%) equity shares of the Mafatlal Industries Limited.

The said acquisition is pursuant to Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and Sumil Holding Private Limited.

You are requested to kindly take note of the above.

For, Sumil Holdings Pvt. Ltd.



Director



CC: Mafatlal Industries Limited
301-302, Heritage Horizon,
Third Floor, Off. C. G. Road,
Navrangpura, Ahmedabad,
Gujarat, 380009.

DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART A: Details of the Acquisition

Name of the Target Company (TC)	Mafatlal Industries Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Sumil Holdings Private Limited		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE)		
Details of the acquisition as follows	Number	% w.r.t. total share/ voting capital wherever applicable(*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs:			
a) Shares carrying voting rights	25,279 (Individually)	0.18% (Individually)	0.18% (Individually)
	1,00,28,749 (Together with PAC)	72.08% (Together with PAC)	72.08% (Together with PAC)
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,00,28,749	72.08%	72.08%
Details of acquisition:			
a) Shares carrying voting rights acquired	24,15,469	17.36%	17.36%
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the	NIL	NIL	NIL

TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	24,15,469	17.36%	17.36%
After the acquisition, holding of acquirer along with PACs:			
a) Shares carrying voting rights	24,40,748 (Individually) 1,00,28,749 (Together with PAC)	17.54% (Individually) 72.08% (Together with PAC)	17.54% (Individually) 72.08% (Together with PAC)
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,00,28,749	72.08%	72.08%
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-Market Acquisition of 24,15,469 Equity Shares (representing 17.36% of total equity share capital) of Mafatlal Industries Limited pursuant to the Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and Sumil Holding Private Limited and their respective shareholders.		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	06 March, 2020		
Equity share capital / total voting capital of the TC before the said acquisition	Total Issued Capital of the TC is Rs. 13,91,28,860 (1,39,12,886 Equity Shares of INR 10 each)		
Equity share capital/ total voting capital of the TC after the said acquisition	Total Issued Capital of the TC is Rs. 13,91,28,860 (1,39,12,886 Equity Shares of INR 10 each)		

Total diluted share/voting capital of the TC after the said acquisition	Total Issued Capital of the TC is Rs. 13,91,28,860 (1,39,12,886 Equity Shares of INR 10 each)
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Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile Clause 35 of the listing Agreement).

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into Equity Shares of the TC.

Date: 09, March, 2020

Place: Mumbai

For, Sumil Holdings Private Limited



Director



Annexure A
Name of the Target Company - Mafatal Industries Limited

Shareholding Details	Before acquisition/ disposal shareholding			Details of shares acquired/ disposed			after acquisition/ disposal shareholding		
	Number of shares/ voting rights	% w.r.t total share capital/ wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital/ wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital of TC	% w.r.t total diluted share / voting capital of the TC
a. Acquirer(s)/ Transferee(s):									
1 Sumil Holding Private Limited	25279	0.18	0.18	2415469	17.36	17.36	2440748	17.54	17.54
b. Seller(s)/ Transferor(s):									
2 Suremi Trading Private Limited	3093047	22.23	22.23	2415469	17.36	17.36	677578	4.87	4.87
c. PACs (other than Acquirer / Transferee and sellers/ transferors)									
3 HRSHIKESH A MAFATLAL	503104	3.62	3.62	-	-	-	503104	3.62	3.62
4 REKHA HRSHIKESH MAFATLAL	804283	5.78	5.78	-	-	-	804283	5.78	5.78
5 HRSHIKESH ARVIND MAFATLAL AS TRUSTEE OF GURUKRUPA TRUST	100	0.00	0.00	-	-	-	100	0.00	0.00
6 HRSHIKESH ARVIND MAFATLAL AS TRUSTEE OF KARUNA TRUST	100	0.00	0.00	-	-	-	100	0.00	0.00
7 HRSHIKESH ARVIND MAFATLAL AS TRUSTEE OF NARSINGHA TRUST	100	0.00	0.00	-	-	-	100	0.00	0.00
8 REKHA HRSHIKESH MAFATLAL AS TRUSTEE OF RADHA RAMAN TRUST	100	0.00	0.00	-	-	-	100	0.00	0.00
9 AARTI MANISH CHADHA	149180	1.07	1.07	-	-	-	149180	1.07	1.07
10 HRSHIKESH ARVIND MAFATLAL AS TRUSTEE OF SHRIJA TRUST	100	0.00	0.00	-	-	-	100	0.00	0.00
11 HRSHIKESH A MAFATLAL	2673046	19.21	19.21	-	-	-	2673046	19.21	19.21
12 ANJALI KUNAL AGARWAL	177430	1.28	1.28	-	-	-	177430	1.28	1.28
13 PRIYAVRATA MAFATLAL	558722	4.02	4.02	-	-	-	558722	4.02	4.02
14 GAYATRI PESTICHEM MANUFACTURING PVT LTD	22305	0.16	0.16	-	-	-	22305	0.16	0.16
15 NOCIL LIMITED	1954695	14.05	14.05	-	-	-	1954695	14.05	14.05
16 SHRI HRSHIKESH ARVIND MAFATLAL PUBLIC CHARITABLE TRUST NO 1	24128	0.17	0.17	-	-	-	24128	0.17	0.17
17 SETH NAVINCHANDRA MAFATLAL FOUNDATION TRUST NO 1	16506	0.12	0.12	-	-	-	16506	0.12	0.12
18 VISHAD PADMANABH MAFATLAL PUBLIC CHARITABLE TRUST NO 1	24255	0.17	0.17	-	-	-	24255	0.17	0.17
19 SUSHRIPADA INVESTMENTS PVT LTD	2269	0.02	0.02	-	-	-	2269	0.02	0.02
Total	1,00,28,749	72.08	72.08				10028749	72.08	72.08

Date: 09.03.2020
Place: Mumbai

For, Sumil Holdings Private Limited



Director

