

BSE Limited
(Scrip Code : 511066)
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir/ Madam,

Disclosure of *Inter se* Transfer of Shares between the Promoters Group in accordance with Regulation 10(5) of SEBI (SAST) Regulations 2011

In terms of Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 ("**Listing Regulations**"), we would like to inform you that the Company has received an information of *inter se* transfer of shares amongst promoter group through Market sale.

The details of the proposed transfer is given below:

| Date of Proposed Transaction | Name of the person (belongs to promoter group) Transferor | Name of the Transferee | No of Shares proposed to be transferred | % of holding |
|-------------------------------------|--|-------------------------------|--|---------------------|
| On or after 18th March 2021 | ABT Foundation Limited | ABT Finance Limited | 24,75,000 | 3.83 |
| On or after 18th March 2021 | The Gounder and Company Auto Limited | ABT Finance Limited | 39,25,000 | 6.07 |

This being an *inter se* transfer of shares amongst Promoter Group, it falls within the exemption under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (qualifying person being Companies forming part of promoter group 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 *inter se* transfer of shares through Market Sale transaction amongst the promoter group.

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 proposed acquisition in prescribed format, as submitted by the acquirer is enclosed.

We request you to take the document on record.

Yours faithfully
For Sakthi Finance Limited

S Venkatesh
Company Secretary



Encl: Disclosure from Acquirer



ABT FINANCE LIMITED

CIN : U65921TZ1985PLC001575

Regd. Office : 180, Race Course Road, Coimbatore - 641 018.

SFL:BSE Intmn:2020-21

11th March 2021

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir/ Madam,

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

In compliance of Regulation 10(5) of the SEBI (SAST) Regulations 2011, the undersigned Company being part of the Promoter Group of the Company, hereby furnish the PRIOR INTIMATION in the specified format under Regulation 10(5) in respect of proposed acquisition of shares of Sakthi Finance Limited, the Target Company ("TC") held by ABT Foundation Limited 24,75,000 (3.83%) equity shares of Rs.10/- each and 39,25,000 (6.07%) equity share of Rs.10/- each held by The Gounder and Company Auto Limited, in the following manner:

The shares are proposed to be acquired by way of Market Sale amongst the Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) of Take over Regulations (qualifying companies forming part of promoter group 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.

Yours faithfully

For ABT Finance Limited

Shruithi Balasubramaniam
Director

CC to : Sakthi Finance Limited



ABT FINANCE LIMITED

CIN : U65921TZ1985PLC001575

Regd. Office : 180, Race Course Road, Coimbatore - 641 018.

Format for 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) | Sakthi Finance Limited |
| 2. | Name of the acquirer(s) | ABT Finance Limited |
| 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 disclosure pertains to <i>inter se</i> transfer of shares between promoter group companies |
| 4. | Details of the proposed acquisition | |
| a. | Name of the person(s) from whom shares are to be acquired | 1. ABT Foundation Limited 2. The Gounder and Company Auto Limited |
| b. | Proposed date of acquisition | On or after 18th March 2021 |
| c. | Number of shares to be acquired from each person mentioned in 4(a) above | 1. 24,75,000 2. 39,25,000 ----- 64,00,000 ----- |
| d. | Total shares to be acquired as % of share capital of TC | 9.90% |
| e. | Price at which shares are proposed to be acquired | ₹ 16 per share In view of the shares being infrequently traded, price at which the shares are proposed to be acquired had been determined in terms of Clause (e) of Sub-Regulation (2) of Regulation 8 |
| f. | Rationale, if any, for the proposed transfer | Not Applicable |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | Sub clause (ii) : Persons named as promoters in the shareholding pattern filed by the target company in terms of the listing regulations or as the case may be, the listing agreement or these regulations for not less than three years prior to the proposed acquisition. |
| 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. | Infrequently traded |
| 7. | If infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | Yes, ₹ 16 per share |
| 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" |





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|-----|--|---------------------------------|------------------------|--------------------------------|------------------------|
| 9. | Declaration by the acquirer, that 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) | Enclosed as "Annexure A" | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has 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 TC | No. of shares / voting rights | % w.r.t total share TC |
| | Acquirer(s) and PACs (other than sellers)(*) ABT Finance Limited | 33,31,162 | 5.15 | 97,31,162 | 15.04 |
| | TOTAL: Acquirer(s) and PACs (other than sellers) | 33,31,162 | 5.15 | 97,31,162 | 15.04 |
| | Seller (s) | | | | |
| | 1. ABT Foundation Limited | 24,75,000 | 3.83 | - | - |
| | 2. The Gounder and Company Auto Limited | 39,25,000 | 6.07 | - | - |

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.

Yours faithfully

For ABT Finance Limited

Shruthi Balasubramaniam
Director

CC to : Sakthi Finance Limited

Date : 11th March 2021
Place : Coimbatore



ABT FINANCE LIMITED

CIN : U65921TZ1985PLC001575

Regd. Office : 180, Race Course Road, Coimbatore - 641 018.

Annexure - A

DECLARATION BY ACQUIRERS

This is with respect to the following proposed acquisition of shares by way of market sale, *inter se* among the companies which form part of the Promoter Group of the Target Company viz. Sakthi Finance Limited (a company incorporated under the Indian Companies Act 1913, having its registered office at 62, Dr Nanjappa Road, Coimbatore - 641 018 India):

1. *Inter se* Transfer (by way of market sale) of 24,75,000 (3.83%) shares from ABT Foundation Limited being promoter group of the TC;
2. *Inter se* Transfer (by way of market sale) of 39,25,000 (6.07%) shares from The Gounder and Company Auto Limited being promoter group of the TC;

In this regard, the undersigned being the proposed transferees (acquirers) to the proposed transaction and the price would not be higher by more than 25% of the price computed in point 7 of the above disclosure hereby declare that:

- a. **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}**
- b. **all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.**

Yours faithfully

For ABT Finance Limited

Shruthi Balasubramaniam
Director

CC to : Sakthi Finance Limited

Date : 11th March 2021

Place : Coimbatore