

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: Tuesday, December 20, 2022

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

Ref: Simmonds Marshall Limited Security Code No. 507998

Sub: Intimation u/s 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011(SEBI SAST Regulations) for Inter se transfer of shares.


Dear Sir/Madam,

With reference to the above, please find enclosed herewith a disclosure pursuant to the requirement of Regulation 10(5) of SEBI SAST Regulations for inter-se transfer of shares pursuant to Regulation 10(1)(a)(ii) of SEBI SAST Regulations.

We request you to kindly take the above information on record.

Thanking you,

For and on behalf of all acquirers



Navroze S. Marshall

Encl-As attached

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)	Simmonds Marshall Limited (CIN: L29299PN1960PLC011645)
2.	Name of the acquirer(s)	Navroze S. Marshall Kamal I. Panju Kayan J. Pandole
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
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Shiamak J. Marshall Maki S. Marshall
	b. Proposed date of acquisition	On or after December 27, 2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Shiamak J. Marshall -17,44,177 Maki S. Marshall -16,87,435
	d. Total shares to be acquired as % of share capital of TC	30.64%
	e. Price at which shares are proposed to be acquired	Not applicable. Acquisition of share is by way of gift pursuant to inter-se transfer between immediate relatives who are members of the promoter group.
	f. Rationale, if any, for the proposed transfer	Acquisition of shares is pursuant to inter-se transfer between immediate relatives without any consideration.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 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.	Not applicable Shares are proposed to be transferred by way of gift, therefore no consideration is involved.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable Shares are proposed to be transferred by way of gift, therefore no consideration is involved.
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.	Not applicable Shares are proposed to be transferred by way of gift, therefore no consideration is involved.

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).	We hereby declare that the Acquirer and Sellers have complied with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011. (corresponding provisions of the repealed Takeover Regulation 1997). The requisite disclosures made during previous 2 years prior to the proposed date of acquisition are enclosed herewith. (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.	We hereby declare that all the conditions specified under Regulation 10(1)(a) with respect to exemption have been duly complied with.			
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)			
		Navroze Shiamak Marshall	15,58,678	13.92	46,70,290
		Kamal Imran Panju	6,77,155	6.05	8,37,155
		Kayan Jamshid Pandole	7,13,655	6.37	8,73,655
		Acquirer(s) and PACs Collectively (A)	29,49,488	26.34	63,81,100
	b	Seller (s)			
		Shiamak Jeejeebhoy Marshall	17,44,177	15.57	0
		Maki Shiamak Marshall	16,87,435	15.07	0
		Seller (s) Collectively (B)	3,431,612	30.64	0
		Total Promoter & Promoter Group	63,81,100	56.98	63,81,100

For and on behalf of all acquirers


Navroze S. Marshall

Date: December 20, 2022

Place: Mumbai

N. S. MARSHALL

Add: 71, EL-CIT, 13 Ridge Road,
Near Hanging Garden, Malabar Hill
Mumbai - 400006

Date: May 06, 2020

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Ref: Script Code: 507998

Sub: Disclosures under Regulation ~~30 (1)~~ and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 for the Financial Year Ended March 31, 2020.

Dear Sir / Ma'am,

With reference to the captioned subject, kindly find enclosed herewith the Disclosures in the prescribed format.

You are requested to take the same on record.

Thanking you,

Yours Faithfully,

(*)Sd/-
NAVROZE MARSHALL
PROMOTER

*As permitted, this information is being submitted under Sd/- mode pursuant to Guidelines for submissions in the wake of CoVID-19 virus.

Encl: As above.

cc.: **SIMMONDS MARSHALL LIMITED**
Mumbai - Pune Road,
Kasarwadi, Pune - 411 034
E-mail: secretarial@simmondsmarshall.com

Format for Disclosure under Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Simmonds Marshall Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited.		
3. Particulars of the shareholder(s): a. Name of the person(s) together with the Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or b. Name(s) of the promoter(s), members of the promoter group and PAC with him	As per Annexure 1		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of the TC(*)
As of March 31 st of the year, holding of: a) Shares b) Voting Rights (otherwise than by way of shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC.	6537050	58.37	58.37
Total	6537050	58.37	58.37

(*) 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.

Note: In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*)Sd/-
NAVROZE MARSHALL
PROMOTER

Place: Mumbai
Date: May 06, 2020

*As permitted, this information is being submitted under Sd/- mode pursuant to Guidelines for submissions in the wake of CoVID-19 virus.

ANNEXURE "1"

Sr. No.	Name of the Promoters Member	Number of Shares	% w.r.t. total share / voting capital	% of total diluted share/voting capital of TC (*)
1	Navroze S Marshall	1518548	13.56	13.56
2	Kamal Imran Panju	677155	6.05	6.05
3	Maki S Marshall	1687435	15.07	15.07
4	Kayan J Pandole	713655	6.37	6.37
5	Shiamak J Marshall	1739457	15.53	15.53
6	Diamtools Private Limited	45000	0.40	0.40
7	JJI Marshall Trading Company LLP	155800	1.39	1.39
	TOTAL	6537050	58.37	58.37

Part -B

Name of the Target Company: **Simmonds Marshall Limited**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Navroze S Marshall	Promoter Group	AACPM5508R
Kamal Imran Panju	Promoter Group	AACPP1468M
Maki S Marshall	Promoter Group	AFSPM8210P
Kayan J Pandole	Promoter Group	AAHPM5204F
Shiamak J Marshall	Promoter Group	AACPM5502F
Diamtools Pvt.Ltd.	Promoter Group	AAACD2143A
JJIJ Marshall Trading Company LLP	Promoter Group	AAACJ1198D

N. S. MARSHALL

**Add: 71, EL-CID, 13 Ridge Road,
Near Hanging Garden, Malabar Hill
Mumbai - 400 006**

Date: April 9, 2021

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

Ref: Script Code: 507998

Sub: Disclosures under Regulation ~~30 (1)~~ and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 for the Financial Year Ended March 31, 2021.

Dear Sir / Ma'am,

With reference to the captioned subject, kindly find enclosed herewith the Disclosures in the prescribed format.

You are requested to take the same on record.

Thanking you,

Yours Faithfully,


**NAVROZE SHIAMAK MARSHALL
PROMOTER**

Encl: As above.

cc.: **SIMMONDS MARSHALL LIMITED**
Mumbai - Pune Road,
Kasarwadi, Pune - 411 034
E-mail: secretarial@simmondsmarshall.com

Format for Disclosure under Regulation 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Simmonds Marshall Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited.		
3. Particulars of the shareholder(s): a. Name of the person(s) together with the Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or b. Name(s) of the promoter(s), members of the promoter group and PAC with him	As per Annexure 1		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of the TC(*)
As of March 31 st of the year, holding of: a) Shares b) Voting Rights (otherwise than by way of shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC.	65,66,770	58.63	58.63
Total	65,66,770	58.63	58.63

(*) 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.

Note: In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

**NAVROZE SHIAMAK MARSHALL
PROMOTER**

Place: Mumbai
Date: April 05, 2021

ANNEXURE "1"

Sr. No.	Name of the Promoters Member	Number of Shares	% w.r.t. total share/voting capital	% of total diluted share/voting capital of TC (*)
1	Navroze S Marshall	1543548	13.78	13.78
2	Kamal Imran Panju	677155	6.05	6.05
3	Maki S Marshall	1687435	15.07	15.07
4	Kayan J Pandole	713655	6.37	6.37
5	Shiamak J Marshall	1744177	15.57	15.57
6	Diamtools Private Limited	45000	0.40	0.40
7	Jiji Marshall Trading Company Private Limited	155800	1.39	1.39
	TOTAL	6566770	58.63	58.63

Part -B

Name of the Target Company: **Simmonds Marshall Limited**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Navroze S. Marshall	Promoter	AACPM5508R
Kamal Imran Panju	Promoter	AACPP1468M
Maki S. Marshall	Promoter	AFSPM8210P
Kayan J. Pandole	Promoter	AAHPM5204F
Shiamak J. Marshall	Promoter	AACPM5502F
Diamtools Private Limited	Promoter	AAACD2143A
JJI Marshall Trading Company Private Limited	Promoter	AAACJ1198D

