



Dhanlaxmi FABRICS LTD.



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Date: 11-09-2019

To
BSE Limited,
The Manager (Corporate Relationship)
P. J. Towers, Dalal Street,
Mumbai - 400 001

Sir/Madam,

Sub: Disclosure under regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to proposed acquisition of equity shares of Dhanlaxmi Fabrics Limited

BSE Scrip Code: 521151

With regards to the captioned subject, please find enclosed herewith the disclosure under regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as submitted by the Acquirer namely, Mahesh S. Jhavar, Ramautar S. Jhavar, Vandana Jhavar, and Vinod Sohanlal Jhavar is enclosed herewith for your kind information and records.

Kindly place the same on your record.

Thanking You

For Dhanlaxmi Fabrics Limited

Bhaviika Jain
Bhaviika Jain

(Company Secretary)







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)	Dhanlaxmi Fabrics Limited																
2.	Name of the acquirer(s)	1. Mahesh S. Jhawar 2. Ramautar S. Jhawar 3. Vandana Vinod Jhawar 4. Vinod Sohanlal Jhawar																
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	1. Ramautar Jhawar HUF 2. Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) 3. Vinod Jhawar HUF 4. Mahesh Jhawar HUF 5. Vinit R Jhawar 6. Sohanlal Jhawar Family Trust																
	b. Proposed date of acquisition	On or after September 18, 2019																
	c. Number of shares to be acquired from each person mentioned in 4(a) above	<table border="1"> <thead> <tr> <th>Name of the Transferor</th> <th>No. of Shares</th> </tr> </thead> <tbody> <tr> <td>Ramautar Jhawar HUF</td> <td>1,36,470</td> </tr> <tr> <td>Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust)</td> <td>97,200</td> </tr> <tr> <td>Vinod Jhawar HUF</td> <td>30,000</td> </tr> <tr> <td>Mahesh Jhawar HUF</td> <td>56,700</td> </tr> <tr> <td>Vinit R Jhawar</td> <td>1,98,800</td> </tr> <tr> <td>Sohanlal Jhawar Family Trust</td> <td>1,95,300</td> </tr> <tr> <td>Total</td> <td>7,14,470</td> </tr> </tbody> </table>	Name of the Transferor	No. of Shares	Ramautar Jhawar HUF	1,36,470	Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust)	97,200	Vinod Jhawar HUF	30,000	Mahesh Jhawar HUF	56,700	Vinit R Jhawar	1,98,800	Sohanlal Jhawar Family Trust	1,95,300	Total	7,14,470
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Sohanlal Jhawar Family Trust	1,95,300																	
Total	7,14,470																	
	d. Total shares to be acquired as % of share capital of TC	8.33%																
	e. Price at which shares are proposed to be acquired	Price as per applicable regulations/guidelines/circulars. Hence, price will not exceed the price arrived at as per the proviso (i) to Regulation 10(1)(a) of the SEBI SAST Regulations, 2011																
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares pursuant to internal restructuring/family settlement amongst the members of the Promoter Group																
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted	10(1)(a)(ii) of the SEBI SAST Regulations, 2011																

	from making open offer				
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			
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Rs. 96.74/-			
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	We hereby confirm that the acquisition price will not be higher by more than 25% of the price as computed in point 7 above			
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 acquirers and sellers have complied/ will comply with applicable disclosure requirements of Chapter V of SEBI SAST Regulations, 2011			
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 we have complied with all the conditions specified under regulation 10(1)(a) of SEBI SAST Regulations, 2011			
11.	Shareholding details	<i>Before the proposed transaction</i>		<i>After the proposed transaction</i>	
		<i>No. of shares /voting rights</i>	<i>% w.r.t. total share capital of TC</i>	<i>No. of shares /voting rights</i>	<i>% w.r.t. total share capital of TC</i>
a.	Acquirer(s) and PACs (other than sellers)(*)				
	1. Mahesh S. Jhawar	27,400	0.32%	84,100	0.98%
	2. Vandana Vinod Jhawar	1,69,200	1.97%	3,64,500	4.25%
	3. Vinod Sohanlal Jhawar	3,86,300	4.50%	5,13,500	5.98%
	4. Ramautar S. Jhawar	6,81,708	7.94%	10,16,978	11.85%
	5. Laxmi M. Jhawar	1,07,573	1.25%	1,07,573	1.25%
	6. Kamla Ramautar Jhawar	2,87,930	3.36%	2,87,930	3.36%
	7. Mukul Vinod Jhawar	60,000	0.70%	60,000	0.70%
	8. Lalit Vinod Jhawar	1,200	0.01%	1,200	0.01%
	9. Rahul Mahesh Jhawar	70,200	0.82%	70,200	0.82%
	10. Jhawar Commodities Pvt Ltd	14,57,446	16.98%	14,57,446	16.98%
	11. Dhanlaxmi Cotex Ltd	3,47,079	4.04%	3,47,079	4.04%
	12. M R Share Broking Pvt Ltd	2,00,000	2.33%	2,00,000	2.33%
	13. Promtech Impex Pvt Ltd	12,80,000	14.92%	12,80,000	14.92%
	14. V.R.M. Share Broking Pvt. Ltd. (11098)	2,00,000	2.33%	2,00,000	2.33%
	15. Dhanlaxmi Export Fabric LLP	4,38,000	5.10%	4,38,000	5.10%

	Total (a)	57,14,036	66.57%	64,28,506	74.90%
b.	Seller (s)				
	1. Ramautar Jhawar HUF	1,36,470	1.59%	0	0.00
	2. Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust)	97,200	1.13%	0	0.00
	3. Vinod Jhawar HUF	30,000	0.35%	0	0.00
	4. Mahesh Jhawar HUF	56,700	0.66%	0	0.00
	5. Vinit R Jhawar	1,98,800	2.32%		
	6. Sohanlal Jhawar Family Trust	1,95,300	2.28%	0	0.00
	Total(b)	7,14,470	8.33%	0	0.00
	Total (a+b)	64,28,506	74.90%	64,28,506	74.90%

			
Mahesh S. Jhawar	Ramautar S. Jhawar	Vandana Vinod Jhawar	Vinod Sohanlal Jhawar

Date: September 11, 2019

Place: Mumbai

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.