

Gurukripa Trust  
Mafatlal Bungalow, 10, Altamount Road, Cumballa Hill, Mumbai - 400026

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Date: 17 December, 2019

To,  
The Manager,

<b>BSE Limited</b> Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500264
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**Sub: Report under Regulation 10(6) in respect of the acquisition under Regulation 10(1)(d)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir/ Madam,

Please find attached herewith the requisite report under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of 63.35% of the paid-up equity shares of Suremi Trading Private Limited that holds 22.41% of the equity share capital of Mafatlal Industries Limited.

This is for your information and records.

**For and on behalf of Gurukripa Trust**  
**Hrishikesh Arvind Mafatlal**



**(As Trustee of Gurukripa Trust)**

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

**Format for 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)	Mafatlal Industries Limited
2.	Name of the acquirer(s)	Mr. Hrishikesh Arvind Mafatlal and others as Trustees of Gurukripa Trust
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.	Part II of 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 ('Scheme'), provides for merger of Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited into Suremi Trading Private Limited. Pursuant to the Scheme, Suremi Trading Private Limited has issued shares to the shareholders of Krishnadeep Engineers Private Limited and Shamir Texchem Private Limited. Since, Arvi Associates Private Limited is a wholly owned subsidiary of Suremi Trading Private Limited, no shares are being issued on merger of Arvi Associates Private Limited. Gurukripa Trust represented by its trustee Mr. Hrishikesh Arvind Mafatlal has acquired 63.35% of the paid-up equity shares of Suremi Trading Private Limited on 17 December, 2019. Suremi Trading Private Limited holds 22.41% of the equity share capital of Mafatlal Industries Limited.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii) read with Note 1

*Mafatlal*

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.	No			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
a.	Name of the transferor/seller:	Not Applicable		Not Applicable	
b.	Date of acquisition	Not Applicable			
c.	Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable			
d.	Total shares <del>proposed to be acquired</del> / actually acquired as a % of diluted share capital of TC	Not Applicable			
e.	Price at which shares are <del>proposed to be acquired</del> / actually acquired	Not applicable			
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held of TC	% w.r.t total share capital of TC	No. of shares held of TC	% w.r.t total share capital of TC
a	Each Acquirer/ Transferee(*)	As per Annexure A			
b	Each Seller/ Transferor				

Note:

- (\*) Shareholding of each entity shall 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.

Note 1:

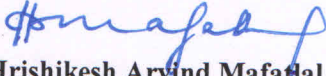
Prior to the Scheme, Mr. Hrishikesh Arvind Mafatlal held 99.32% voting rights in Suremi Trading Private Limited (98.31% directly and 1.01% in representative capacity as a Trustee of Gurukripa Trust).

Post the Scheme, Mr. Hrishikesh Arvind Mafatlal continues to hold 99.82% voting rights in Suremi Trading Private Limited (35.47% directly and 64.35% as Trustee of Gurukripa Trust), so there is no material change in shareholding and control of Suremi Trading Private Limited and hence, provisions of SEBI Takeover Regulations are not triggered. This form is being filed out of abundant caution by the shareholders of Suremi Trading Private Limited.

Date: 13 December, 2019

Place: Mumbai

**For and on behalf of Gurukripa Trust**



**Hrishikesh Arvind Mafatlal**  
**(As Trustee of Gurukripa Trust)**

**Annexure A**  
Name of the Target Company - Mafatal Industries Limited

	Shareholding Details	Before acquisition/ disposal shareholding		after acquisition/ disposal shareholding	
		Number of shares/ voting rights	% w.r.t total share capital of TC	Number of shares/ voting rights	% w.r.t total share capital of TC
<b>a.</b>	<b>Acquirer(s)/ Transferee(s):</b>	100	0.00%	100	0.00%
1	Hrishikesh Arvind Mafatal as Trustee of Gurukripa Trust				
<b>b.</b>	<b>Seller(s)/ Transferor(s):</b>				
	Not Applicable				
<b>c.</b>	<b>PACs [other than Acquirer / Transferee and sellers/ transferors]</b>				
1	Hrishikesh A Mafatal	26,73,046	19.21%	26,73,046	19.21%
2	Suremi Trading Private Limited	31,18,316	22.41%	31,18,316	22.41%
3	Sumil Holding Private Limited	10	0.00%	10	0.00%
4	Priyavrata Mafatal	5,58,722	4.02%	5,58,722	4.02%
5	Reka Hrishikesh Mafatal	8,04,283	5.78%	8,04,283	5.78%
6	Aarti Manish Chadha	1,49,180	1.07%	1,49,180	1.07%
7	Anjali Kunal Agarwal	1,77,430	1.28%	1,77,430	1.28%
8	Hrishikesh Arvind Mafatal as Trustee of Hrishikesh A Mafatal Family Trust	5,03,104	3.62%	5,03,104	3.62%
9	Hrishikesh Arvind Mafatal as Trustee of Karuna Trust	100	0.00%	100	0.00%
10	Hrishikesh Arvind Mafatal as Trustee of Narsingha Trust	100	0.00%	100	0.00%
11	Hrishikesh Arvind Mafatal as Trustee of Shrija Trust	100	0.00%	100	0.00%
12	Hrishikesh Arvind Mafatal as Trustee of Radha Raman Trust	100	0.00%	100	0.00%
13	Gayatri Pestichem Manufacturing Pvt Ltd	22,305	0.16%	22,305	0.16%
14	NOCIL LIMITED	19,54,695	14.05%	19,54,695	14.05%
15	Hrishikesh Arvind Mafatal Public Charitable Trust No 1	24,128	0.17%	24,128	0.17%
16	Seth Navinchandra Mafatal Foundation Trust No 1	16,506	0.12%	16,506	0.12%
17	Vishad Padmanabh Mafatal Foundation Trust No 1	24,255	0.17%	24,255	0.17%
18	Sushripada Investments Private Limited	2,269	0.02%	2,269	0.02%
<b>d.</b>	<b>Public</b>	38,84,137	27.92%	38,84,137	27.92%

**Note 1:**

Part II of 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 ('Scheme'), provides for merger of Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited into Suremi Trading Private Limited. Pursuant to the Scheme, Suremi Trading Private Limited has issued shares to the shareholders of Krishnadeep Engineers Private Limited and Shamir Texchem Private Limited. Since, Arvi Associates Private Limited is a wholly owned subsidiary of Suremi Trading Private Limited, no shares are being issued on merger of Arvi Associates Private Limited. Gurukripa Trust represented by its trustee Mr. Hrishikesh Arvind Mafatal has acquired 63.35% of the paid-up equity shares of Suremi Trading Private Limited on 12 December, 2019. Suremi Trading Private Limited holds 22.41% of the equity share capital of Mafatal Industries Limited.



Shareholding Pattern of Suremi Trading Private Limited (Pre and Post Implementation of the Scheme)

Name of the Shareholders	Shareholding before implementation of the Scheme		Shareholding after implementation of the Scheme	
	Suremi Trading Private Limited		Suremi Trading Private Limited	
	Number of	Face Value	Number of	Face Value
<b>Equity Shares</b>				
Hrishikesh Arvind Mafatal	12,898	10	18,860	10
Gurukripa Trust represented by Hrishikesh Arvind Mafatal	132	10	34,223	10
Sushripada Investments Private Limited	90	10	90	10
Priyavrata Hrishikesh Mafatal	-	-	7	10
Reka Hrishikesh Mafatal	-	-	-	-
Arvi Associates Private Limited	-	-	-	-
Mr. Rajendra Likhite (in Joint ownership of Arvi Associates Private Limited)	-	-	-	-
<b>Total</b>	<b>13,120</b>		<b>53,180</b>	
				<b>100%</b>

Date: 11 December, 2019

Place: Mumbai



Hrishikesh Arvind Mafatal  
As Trustee of Gurukripa Trust