



AGP HOLDCO LIMITED

Date: 10 November, 2023

To,
The Manager,
BSE Limited
P.J. Tower, Dalal Street,
Mumbai – 40001

To,
The Manager,
National Stock Exchange Limited,
Exchange Plaza, C-1, Block-G, Bandra Kurla
Complex,
Bandra (EAST), Mumbai – 40051

To,
Polyplex Corporation Limited
B-37, Sector-1, Noida- 201301
Gautam Budh Nagar, Uttar Pradesh

Subject: Disclosure under Regulation 29 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

Dear Sir/Madam,

This disclosure is being made by AGP HoldCo Limited (“**Acquirer**”) in compliance with Regulation 29 (1) of the Takeover Regulations, in relation to the acquisition of approximately 24.2778% shareholding in Polyplex Corporation Limited (“**Company**”) by the Acquirer pursuant to the share purchase agreement dated 03 October 2023 (“**SPA**”) executed amongst Mahalaxmi Trading and Investment Company Limited, Acquirer, the Company and certain members of the Promoter Group of the Company (details are set out in **Annexure - I**) (the “**Promoter Group Members**”).

You are requested to kindly take the same on record.

Yours faithfully,

For AGP HoldCo Limited

Authorized Signatory

Name: Iyad Malas

Title: Director





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Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

Name of the Target Company (TC)	Polyplex Corporation Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	AGP Holdco Limited		
Whether the acquirer belongs to Promoter / Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited (ii) National Stock Exchange of India Limited		
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 of:			
(a) Shares carrying voting rights	NA	NA	NA
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
(c) Voting rights (VR) otherwise than by shares	NA	NA	NA
(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)	NA	NA	NA
(e) Total (a+b+c+d)	NA	NA	NA



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Details of acquisition			
(a) Shares carrying voting rights acquired	76,21,390	24.2778%	24.2778%
(b) VRs acquired otherwise than by equity shares	NA	NA	NA
(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) acquired	NA	NA	NA
(d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
(e) Total (a+b+c+/-d)	76,21,390	24.2778%	24.2778%
After the acquisition, holding of acquirer along with PACs of:			
(a) Shares carrying voting rights	76,21,390	24.2778%	24.2778%
(b) VRs otherwise than by equity shares	NA	NA	NA
(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	NA	NA	NA
(d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Others (#Please refer to Note)	Others (#Please refer to Note)	Others (#Please refer to Note)
(e) Total (a+b+c+d)	76,21,390	24.2778%	24.2778%



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Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Off-market transfer of shares from Mahalaxmi Trading and Investment Company Limited (one of the Promoter Group Members) pursuant to SPA dated 03 October 2023.
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NA
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.	09 November 2023
Equity share capital / total voting capital of the TC before the said acquisition	3,13,92,462 / 100%
Equity share capital/ total voting capital of the TC after the said acquisition	3,13,92,462 / 100%
Total diluted share/voting capital of the TC after the said acquisition	3,13,92,462 / 100%

#Note: Pursuant to the SPA, the Acquirer has acquired 76,21,390 equity shares of the Company, aggregating to approximately 24.2778% of the voting rights in the Company, on 09 November 2023. Further, under the call and put option agreement dated 03 October 2023, executed amongst the Company, Acquirer and certain Promoter Group Members of the Company (“CPA”), the Acquirer has provided an undertaking to not transfer equity shares of the Company, except as otherwise expressly permitted under the Transaction Documents. The nature of the undertaking under the CPA is likely to fall within the definition of the term “encumbrance” provided under Chapter V of the Takeover Regulations.