

AKHILL AGGARWAL

A-55, New Friends Colony,
New Delhi - 110025

ANISH AGARWAL

A-55, New Friends Colony,
New Delhi - 110025

By NEAPS

National Stock Exchange of India Limited
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (E)
Mumbai-400051
Scrip Code: STERTOOLS

Sterling Tools Limited
Unit No. 515, DLF Tower A, Jasola District
Centre, New Delhi - 110025

By Listing Centre

General Manager
Corporate Relationship Department
Bombay Stock Exchange Limited
1st Floor, P. J. Towers
Dalal Street, Fort
Mumbai - 400001
Security Code No. 530759

Date: 26th FEBRUARY, 2022

Sub: 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 by way of gift

Dear Sir/ Madam,

As due compliance of Regulation 10(5) of the SEBI (SAST) Regulations, 2011, the undersigned being part of the Promoter and Promoter Group of the Company and the Immediate Relative of one of the Promoter - Mr. Anil Aggarwal, hereby furnish the PRIOR INTIMATION in the specified format under regulation 10(5) in respect of proposed *inter-se* acquisition of 20,00,000 (5.55%) shares of Sterling Tools Limited being the Target Company ("TC") in the following manner:

Date of Proposed Transaction	Name of the person (belongs to the Promoter group) Transferor/Donor	Name of the person (belongs to the Promoter group) Transferee/Donee	Number of shares proposed to be transferred by way of Gift	% of Holding
On or after 7 th March, 2022	Mr. Anil Aggarwal	Mr. Akhill Aggarwal	10,00,000	2.775
		Mr. Anish Agarwal	10,00,000	2.775
Total			20,00,000	5.550

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The shares are proposed to be acquired by way of "Gift" amongst the Promoter and Promoter Group pursuant to exemption provided in Regulation 10(l)(a)(i) of SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011 (qualifying person being Immediate Relatives as the Acquirers are sons of Mr. Anil Aggarwal – Seller/Donor) and there will be no change in the Total Shareholding of the Promoters group after such inter-se transfer of the shares of the Target Company.

Thank You,

Yours Faithfully

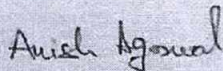


AKHILL AGGARWAL

Promoter of Sterling Tools Limited

Date: 26/02/2022

Place: DELHI



ANISH AGARWAL

Promoter of Sterling Tools Limited

Date: 26/02/2022

Place: DELHI

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)	STERLING TOOLS LIMITED
2.	Name of the acquirer(s)	The disclosure is pursuant to inter-se transfer of shares (by way of Gift) amongst Promoter and Promoter Group. The Transferees/ Acquirers are Mr. Akhill Aggarwal and Mr. Anish Agarwal, sons of Mr. Anil Aggarwal
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 inter-se transfer (by way of Gift) of shares between Immediate Relatives under Promoter and Promoter group.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Anil Aggarwal
	b. Proposed date of acquisition	On or after 7 th March, 2022
	c. Number of shares to be acquired from person mentioned in 4(a) above	10,00,000 Shares to be acquired by Mr. Akhill Aggarwal and 10,00,000 Shares to be acquired by Mr. Anish Agarwal from Mr. Anil Aggarwal
	d. Total shares to be acquired as % of share capital of TC	Mr. Akhill Aggarwal along with Mr. Anish Agarwal will acquire 5.55% of the shares pursuant to gift from Mr. Anil Aggarwal
	e. Price at which shares are proposed to be acquired	NIL. Shares are proposed to be transferred by way of gift. Therefore no Consideration involved. Mr. Anil Aggarwal is the father of Mr. Akhill Aggarwal and Mr. Anish Agarwal
	f. Rationale, if any, for the proposed transfer	The proposed acquisition is only a private family arrangement for smooth succession planning of the Family and to streamline the Family's assets and businesses.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer.	Sub clause (i): Immediate Relatives – Mr. Akhill Aggarwal & Mr. Anish Agarwal are sons of Mr. Anil Aggarwal
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance	Not applicable since the Shares are proposed to be transferred by the way of Gift. Therefore no consideration involved.

	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.				
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable since the Shares are proposed to be transferred by the way of Gift. Therefore, no consideration 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 since the Shares are proposed to be transferred by the way of Gift. Therefore, no consideration 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)	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 capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a	Acquirer(s) and PACs (other than sellers)(*):				
	1. Mr. Akhill Aggarwal	660000	1.83	1660000	4.61
	2. Mr. Anish Agarwal	701000	1.95	1701000	4.72
	Total Acquirers and PACs	1361000	3.78	3361000	9.33
b	Seller(s):				
	1. Anil Aggarwal	8110583	22.51	6110583	16.96
	Total Sellers	8110583	22.51	6110583	16.96

Note:

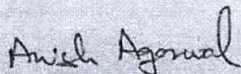
- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



AKHILL AGGARWAL
Promoter of Sterling Tools Limited

Date: 26/02/2022

Place: Delhi



ANISH AGARWAL
Promoter of Sterling Tools Limited

Date: 26/02/2022

Place: Delhi

Annexure-A


DECLARATION BY ACQUIRER

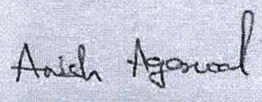
This is with respect to the following proposed acquisition of shares by way of "Gift," *inter-se*, within the Promoters and Promoter Group of the Company viz. Sterling Tools Limited (a company incorporated under the Companies Act, 1956, having its registered office at Unit no. 515, DLF Tower A, Jasola District Center, New Delhi - 110025

Date of Proposed Transaction	Name of the person (belongs to the Promoter group) Transferor/Donor	Name of the person (belongs to the Promoter group) Transferee/Donee	Number of shares proposed to be transferred by way of Gift	% of Holding
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		Mr. Anish Agarwal	10,00,000	2.775
Total			20,00,000	5.550

In this regard, the undersigned being the proposed acquirer to the proposed "Gift", hereby declare 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)
- all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with


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Promoter of Sterling Tools Limited
Date: 26/02/2022
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