



Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
e-mail : info@dfi.net.in • Website : www.dfi.net.in

Date: 12-09-2019

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, Vandana Jhawar, and Vinod Sohanlal Jhawar and Dhanlaxmi Cotex Ltd is enclosed herewith for your kind information and records.

Kindly place the same on your record.

Thanking You

For Dhanlaxmi Fabrics Limited


Bhaviika Jain

(Company Secretary)



Admn. Office : 285, Princess Street, C. J. House, 2nd Floor, Mumbai - 400 002.

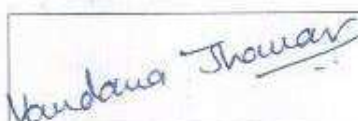
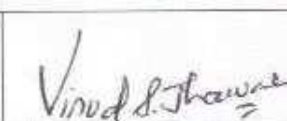
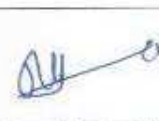
Phone : 022-2208 4635 • 22008176 - 77 • Fax : 022-22089558

CIN No : L17120MH1992PLC068861

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. Vandana Vinod Jhawar 2. Vinod Sohanlal Jhawar 3. Dhanlaxmi Cotex Ltd														
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. Kamla Ramautar Jhawar 2. Ramautar S. Jhawar 3. M R Share Broking Pvt Ltd 4. V.R.M. Share Broking Pvt. Ltd. (11098) 5. Dhanlaxmi Export Fabric LLP														
	b. Proposed date of acquisition	On or after September 19, 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>Kamla Ramautar Jhawar</td> <td>2,87,930</td> </tr> <tr> <td>Ramautar S. Jhawar</td> <td>10,16,978</td> </tr> <tr> <td>M R Share Broking Pvt Ltd</td> <td>2,00,000</td> </tr> <tr> <td>V.R.M. Share Broking Pvt. Ltd. (11098)</td> <td>2,00,000</td> </tr> <tr> <td>Dhanlaxmi Export Fabric LLP</td> <td>4,38,000</td> </tr> <tr> <td>Total</td> <td>21,42,908</td> </tr> </tbody> </table>	Name of the Transferor	No. of Shares	Kamla Ramautar Jhawar	2,87,930	Ramautar S. Jhawar	10,16,978	M R Share Broking Pvt Ltd	2,00,000	V.R.M. Share Broking Pvt. Ltd. (11098)	2,00,000	Dhanlaxmi Export Fabric LLP	4,38,000	Total	21,42,908
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Dhanlaxmi Export Fabric LLP	4,38,000															
Total	21,42,908															
	d. Total shares to be acquired as % of share capital of TC	24.97%														
	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 from making open offer	10(1)(a)(ii) of the 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														
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	We hereby confirm that the acquisition price will not be														

	than 25% of the price computed in point 6 or point 7 as applicable	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. Vandana Vinod Jhawar	3,64,500	4.25%	6,52,430	7.60%
	2. Vinod Sohanlal Jhawar	5,13,500	5.98%	15,30,478	17.84%
	3. Dhanlaxmi Cotex Ltd	3,47,079	4.04%	11,85,079	13.81%
	4. Mahesh S. Jhawar	84,100	0.98%	84,100	0.98%
	5. Laxmi M. Jhawar	1,07,573	1.25%	1,07,573	1.25%
	6. Mukul Vinod Jhawar	60,000	0.70%	60,000	0.70%
	7. Lalit Vinod Jhawar	1,200	0.01%	1,200	0.01%
	8. Rahul Mahesh Jhawar	70,200	0.82%	70,200	0.82%
	9. Jhawar Commodities Pvt Ltd	14,57,446	16.98%	14,57,446	16.98%
	10. Promtech Impex Pvt Ltd	12,80,000	14.92%	12,80,000	14.92%
	Total (a)	42,85,598	49.93%	64,28,506	74.91%
b.	Seller (s)				
	1. Kamla Ramautar Jhawar	2,87,930	3.36%	0	0.00
	2. Ramautar S. Jhawar	10,16,978	11.85%	0	0.00
	3. M R Share Broking Pvt Ltd	2,00,000	2.33%	0	0.00
	4. V.R.M. Share Broking Pvt. Ltd. (11098)	2,00,000	2.33%	0	0.00
	5. Dhanlaxmi Export Fabric LLP	4,38,000	5.10%	0	0.00
	Total(b)	21,42,908	24.97%	0	0.00
	Total (a+b)	64,28,506	74.90%	64,28,506	74.90%

		
Vandana Vinod Jhawar	Vinod Sohanlal Jhawar	Dhanlaxmi Cotex Ltd

Date: September 12, 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.