

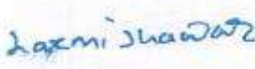

Date: September 12, 2019

To,
BSE Limited,
Phirozejeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Dear 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 DhanlaxmiCotex Limited



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 by Laxmi M. Jhawar and Mahesh S. Jhawar.

	
Laxmi M. Jhawar	Mahesh S. Jhawar

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)	DhanlaxmiCotex Limited																	
2.	Name of the acquirer(s)	1. Laxmi M. Jhawar 2. Mahesh S. 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. Kamla Ramautar Jhawar 2. Ramautar S. Jhawar 3. VandanaVinod Jhawar 4. VinodSohanlal Jhawar 5. Dhanlaxmi Export Fabric LLP 6. JasodaTracon 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>5,08,500</td> </tr> <tr> <td>Ramautar S. Jhawar</td> <td>9,93,865</td> </tr> <tr> <td>VandanaVinod Jhawar</td> <td>2,32,895</td> </tr> <tr> <td>VinodSohanlal Jhawar</td> <td>2,85,700</td> </tr> <tr> <td>Dhanlaxmi Export Fabric LLP</td> <td>1,40,000</td> </tr> <tr> <td>JasodaTracon LLP</td> <td>2,39,600</td> </tr> <tr> <td>Total</td> <td>24,00,560</td> </tr> </tbody> </table>	Name of the Transferor	No. of Shares	Kamla Ramautar Jhawar	5,08,500	Ramautar S. Jhawar	9,93,865	VandanaVinod Jhawar	2,32,895	VinodSohanlal Jhawar	2,85,700	Dhanlaxmi Export Fabric LLP	1,40,000	JasodaTracon LLP	2,39,600	Total	24,00,560
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Total	24,00,560																		
	d.	Total shares to be acquired as % of sharecapital of TC	49.28%																
	e.	Price at which shares are proposed to beacquired	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. 67.62/-																	
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 and 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. Laxmi M. Jhawar	4,10,095	8.42%	12,91,490	26.51%
	2. Mahesh S. Jhawar	3,04,700	6.25%	18,23,865	37.44%
	3. Rahul Mahesh Jhawar	92,900	1.91%	92,900	1.91%
	Total (a)	8,07,695	16.58%	32,08,255	65.86%
b.	Seller (s)				
	1. Kamla Ramautar Jhawar	5,08,500	10.44%	0	0.00
	2. Ramautar S. Jhawar	9,93,865	20.40%	0	0.00
	3. Vandana Vinod Jhawar	2,32,895	4.78%	0	0.00
	4. Vinod Sohanlal Jhawar	2,85,700	5.86%	0	0.00
	5. Dhanlaxmi Export Fabric LLP	1,40,000	2.87%	0	0.00
	6. Jasoda Tracon LLP	2,39,600	4.92%	0	0.00
	Total (b)	24,00,560	49.27%	0	0.00
	Total (a+b)	32,08,255	65.86%	32,08,255	65.86%

	
Laxmi M. Jhawar	Mahesh S. Jhawar

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.