

August 27, 2022

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001.

Board of Directors
NCL Research & Financial Services Limited
3rd Floor, Bhagyodaya Building,
79 Nagindas master Road, Fort,
Mumbai - 400023

Ref: Email dated August 26, 2022 5:26 P.M

Sub: Reply to Discrepancy found in disclosure submitted under Regulation 29(2) of SEBI (SAST) Regulation 2011 of NCL Research & Financial Services Ltd dt July 08, 2022

Dear sir/Madam

This is with reference to disclosure submitted under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for NCL Research & Financial Services Ltd dt **July 08, 2022**, we would like to clarify that the mismatch found in the disclosure under the heading details of sale where the details mentioned were of last sale i.e., 1,50,00,000 on July 06, 2022 instead of mentioning the total sale i.e., 2,31,04,657 made till July 08, 2022 constituting 2.16% which triggered the disclosure under regulation.


Hence, please find the revised disclosure with details of total sale 2,31,04,657 made till July 06, 2022 constituting 2.16%, with bifurcation mentioned under:

23rd June, 2022 - 9,00,000
24th June, 2022 - 72,04,657
06th July, 2022 - 1,50,00,000
Total: 2,31,04,657 (2.16%)

Please take the same on your record.

Thanks & Regards

FOR VISAGAR FINANCIAL SERVICES LIMITED


Name: Tilokchand Kothari
Designation: Director
DIN: 00413627



Date: August 27, 2022
Place: Mumbai

VISAGAR FINANCIAL SERVICES LIMITED

Regd. Off. : 907/908, Dev Plaza, S.V. Road, Andheri (W), Mumbai 400 058.

Tel.: (022) 6742 4815 Email: info@visagar.com Website : www.visagar.com CIN L99999MH1994PLC076858

July 08, 2022

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001.

Board of Directors
NCL Research & Financial Services Limited
3rd Floor, Bhagyodaya Building,
79 Nagindas master Road, Fort,
Mumbai - 400023

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


Dear sir/Madam

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed herewith necessary information in the format prescribed in the said regulation relating to sale of shares by **Visagar Financial Services Limited** along with **PAC**.

Please take the same on your record.

Thanks & Regards

FOR VISAGAR FINANCIAL SERVICES LIMITED


Name: Tilokchand Kothari
Designation: Director
DIN: 00413627



Date: July 08, 2022
Place: Mumbai

VISAGAR FINANCIAL SERVICES LIMITED

Regd. Off. : 907/908, Dev Plaza, S.V. Road, Andheri (W), Mumbai 400 058.

Tel.: (022) 6742 4815 Email: info@visagar.com Website : www.visagar.com CIN L99999MH1994PLC076858

ANNEXURE - 1

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	N.C.L. Research and Financial Services Limited		
Name(s) of the acquirer and Persons Acting in Concert(PAC) with the acquirer	Visagar Financial Services Limited (Acquirer) Vishal Tilokchand Kothari (PAC)		
Whether the acquirer belongs to Promoter/Promoter group	NO		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE 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:			
a) Shares carrying voting rights	23,54,67,488	22%	22%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by equity shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in eachcategory)			
e) Total (a+b+c+d)			
Details of acquisition/sale			
a) Shares carrying voting rights acquired	2,31,04,657	2.16%	2.16%
b) VRs acquired otherwise than by equity shares			
c) Warrants/convertible securities/any other instrumentthat entitles the acquirer to receive shares carrying			



category) acquired d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) e) Total (a+b+c+/-d)			
After the acquisition/sale, holding of: a) Shares carrying voting rights b) VRs otherwise than by equity shares 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 d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) e) Total (a+b+c+d)	21,23,62,831	19.84%	19.84%
Mode of acquisition/sale (e.g. open market / public issue / rights issue / preferential allotment / inter se transfer/encumbrance, etc.)	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.	23 rd June, 2022 - 9,00,000 24 th June, 2022 - 72,04,657 06 th July, 2022 - 1,50,00,000		
Equity share capital / total voting capital of the TC before the said acquisition/sale	INR 1,07,03,28,000/- (Indian Rupees One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand Only) divided into 1,07,03,28,000 (One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	INR 1,07,03,28,000/- (Indian Rupees One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand Only) divided into 1,07,03,28,000 (One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand)		
Total diluted share/voting capital of the TC after the said acquisition	INR 1,07,03,28,000/- (Indian Rupees One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand Only) divided into 1,07,03,28,000 (One Hundred and Seven Crores Three lakhs and Twenty Eight Thousand)		



(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Visagar Financial Services Limited


Tilokchand Kothari
Director
DIN:00413627



Place: Mumbai
Date: July 08, 2022