

FENTON INVESTMENTS PRIVATE LIMITED

CIN: U65990DL1990PTC266241

E-mail: fentoninvestment@gmail.com Phone: +91- 99717 95450

To BSE Limited Department of Corporate Services, Phirojee Jeejeebhoy Towers, Dalal Street, Mumbai - 400 023	To National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051	To Ester Industries Limited Sohan Nagar, P. O. Charubeta, Khatima-262308, Distt. Udham Singh Nagar, Uttarakhand
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Dear Sir

Sub - Disclosure under Regulation 29(1) and Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Target Company - ESTER INDUSTRIES LIMITED

Please find enclosed Disclosure pursuant to Regulation 29(1) and Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 for purchase of 4,90,000 Equity Shares of Ester Industries Limited through off-market transaction.

This is for your information and record.

Regards

For Fenton Investment Private Limited

Authorised Signatory



Place - Delhi

Date - 12th August, 2020

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

Name of the Target Company (TC)	Ester Industries Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer M/s Fenton Investments Private Limited Persons acting in Concert (PAC) M/s. MOVI Limited Mr. Arvind Singhania Mr. Jai Vardhan Singhania Mr. Ayush Vardhan Singhania Mrs. Uma Devi Singhania M/s. Wilemina Finance Corp.		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd. 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	49318203	59.14	59.14
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by shares	--	--	--
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)	--	--	--
e) Total (a+b+c+d)	49318203	59.14	59.14
Details of acquisition			
a) Shares carrying voting rights acquired	490000	0.59	0.59
b) VRs acquired 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) acquired	--	--	--
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
e) Total (a+b+c+/-d)	490000	0.59	0.59



After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	49808203	59.73	59.73
b) VRs otherwise than by 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) Total (a+b+c+d)	49808203	59.73	59.73
Mode of acquisition (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance etc).	OFF-MARKET		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity Shares of face value of Rs. 5 each		
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.	11 th August, 2020		
Equity share capital / total voting capital of the TC before the said acquisition	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		
Equity share capital/ total voting capital of the TC after the said acquisition	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		
Total diluted share/voting capital of the TC after the said acquisition	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		

For Fenton Investments Private Limited


Authorised Signatory

Place : Delhi

Date: 12th August, 2020



Annexure

Details of Shareholding of Acquirer and Person Acting in Concert (Pre & Post Acquisition)

Name of Acquirer and PACs	Pre-acquisition Shareholding along with % of Shares w.r.t total share capital	Acquisition along with % of Shares w.r.t total share capital	Post-acquisition Shareholding along with % of Shares w.r.t total share capital
Mr. Arvind Singhania	150 (--)	--	150 (--)
Mrs. Uma Devi Singhania	150 (--)	--	150 (--)
Mr. Ayush Vardhan Singhania	178033 (0.21%)	--	178033 (0.21%)
Mr. Jai Vardhan Singhania	124858 (0.15%)	--	124858 (0.15%)
M/s. Wilemina Finance Corp.	44915012 (53.86%)	--	44915012 (53.86%)
M/s. MOVI Limited	4100000 (4.92%)	--	4100000 (4.92%)
M/s Fenton Investments Private Limited	--	490000 (0.59%)	490000 (0.59%)
TOTAL	49318203 (59.14%)	490000 (0.59%)	49808203 (59.73%)

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

For **Fenton Investments Private Limited**


Authorised Signatory

Place : Delhi
Date: 12th August, 2020



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

Name of the Target Company (TC)	Ester Industries Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer M/s Fenton Investments Private Limited Persons acting in Concert (PAC) M/s. MOVI Limited Mr. Arvind Singhania Mr. Jai Vardhan Singhania Mr. Ayush Vardhan Singhania Mrs. Uma Devi Singhania M/s. Wilemina Finance Corp.		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd. BSE Limited		
Details of the acquisition / disposal 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	49318203	59.14	59.14
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by shares	--	--	--
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)	--	--	--
e) Total (a+b+c+d)	49318203	59.14	59.14
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	490000	0.59	0.59
b) VRs acquired /sold otherwise than by 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) acquired/sold	--	--	--
d) Shares encumbered /	--	--	--

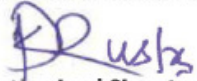


invoked/released by the acquirer e) Total (a+b+c+/-d)	490000	0.59	0.59
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	49808203	59.73	59.73
b) Shares encumbered with the acquirer	--	--	--
c) VRs otherwise than by shares	--	--	--
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	--	--	--
e) Total (a+b+c+d)	49808203	59.73	59.73
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	OFF-MARKET		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	11 th August, 2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		
Total diluted share/voting capital of the TC after the said acquisition	83393759 Equity Shares of Rs. 5 each aggregating to Rs. 41,69,68,795/-		

(*) 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.

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Mr. Arvind Singhania	150 (--)	--	150 (--)
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M/s Fenton Investments Private Limited	--	490000 (0.59%)	490000 (0.59%)
TOTAL	49318203 (59.14%)	490000 (0.59%)	49808203 (59.73%)

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