

SURYALAKSHMI & COTTON MILLS LTD



(AN IS/ISO 9001 : 2008 & ISO 14001 : 2004 CERTIFIED COMPANY)

April 1, 2019.

To

Department of Corporate Services,
BSE Limited,
1st floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal street, Fort,
MUMBAI 400 001.

Dear Sir,

Scrip Code : 521200

Ref.: Regulation 10(5) of SEBI (SAST) Regulations, 2011.

We have to inform you that the Company has received the following information from the acquirer promoter, Mr.Vedant Agarwal of his intention to acquire 651808 shares from his sister Ms.Aparna Agarwal (Promoter) by way of off-market interse transfer between Promoters under Reg.10(1)(a)(ii) of SEBI (SAST) Regulations, 2011.

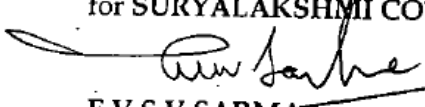
The transaction for the proposed acquisition is to take place on 09/04/2019. Please note that both the above promoters have been declared as Promoters in the disclosures to the Stock Exchanges in the periodic disclosures of the shareholding pattern.

The aggregate holding of the promoters before and after the interse transfers remains same.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for SURYALAKSHMI COTTON MILLS LIMITED


E.V.S.V.SARMA
COMPANY SECRETARY



GOVERNMENT RECOGNISED EXPORT HOUSE

Regd. Office : Surya Towers, 6th Floor, 105 Sardar Patel Road, Secunderabad - 500 003. Telangana, INDIA

CIN Number : L17120TG1962PLC000923

Phone : +91-40-27819856 / 857, Fax : +91-40-27846854

E-MAIL : sicmltd@suryalakshmi.com WEBSITE : www.suryalakshmi.com

Annexure

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)	SURYALAKSHMI COTTON MILLS LIMITED
2.	Name of the acquirer(s)	VEDANT AGARWAL
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.	a. Details of the proposed acquisition	Aparna Agarwal - 651808 shares
	b. Proposed date of acquisition	09/04/2019
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Aparna Agarwal - 651808 shares
	d. Total shares to be acquired as % of share capital of TC	651808 shares - 3.91%
	e. Price at which shares are proposed to be acquired	NIL
	f. Rationale, if any, for the proposed transfer	Interse Transfer - within Promoters
5.	Relevant sub-Clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)
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.	Rs. 34.30
7.	If in-frequently traded, the price as determined in terms of Clause (e) of sub-regulation (2) of regulation 8.	Not applicable
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
9.	9. i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	Yes. Complied with
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	04/04/2018 03/04/2017 05/04/2016

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10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes Complied with			
11.	Shareholding details	Before 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) (*)				
	(i) Vedant Agarwal (Acquirer)	1065356	6.39%	1717164	10.30%
	(ii) Late Satyabhama Bai (PAC)	3023032	18.13%	3023032	18.13%
	(iii) Paritosh Agarwal (PAC)	1478472	8.87%	1478472	8.87%
	(iv) L.N. Agarwal (PAC)	1364516	8.18%	1364516	8.18%
	(v) Padmini Agarwal (PAC)	971815	5.83%	971815	5.83%
	(vi) Aparna Agarwal (PAC)	651808	3.91%	Nil	
	(vii) L.N. Agarwal H.U.F. (PAC)	401890	2.41%	401890	2.41%
	(i) L.N. Agarwal Family Trust (PAC)	370000	2.22%	370000	2.22%
	TOTAL	9326889	55.94%	9326889	55.94%
	b) Seller(s)				
	Aparna Agarwal	651808	3.91	Nil	

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.

Vedant

Secunderabad
1st April, 2019.