



GKPR TRADEX PVT LTD

29.08.2022

- (1) **BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
- (2) **Dhyaani Tile and Marblez Limited,**
420, Time Square Arcade Opp Rambaug Nr, Rajiv Plaza Thaltej-Shilaj Road, Thaltej,
Ahmedabad-380059

Subject: Disclosure to stock exchange under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations").

Dear Ma'am/ Sir,

This is in relation to the captioned subject.

GKPR Tradex Private Limited ("**Company**") is a company incorporated under the provisions of the Companies Act, 2013 on August 06, 2021, having CIN: U51909MH2021PTC365482 and registered office at 607, Sunshine Bldg T-39, CHS Ltd. Shastri Nagar, Lokhandwala Circle, Andheri (West), Mumbai-400053, India. Further, as on date, following individuals are acting as directors of the Company:

- (i) Mr. Sunil Giridharilal Raheja (DIN: 00246662); and
- (ii) Mr. Lokesh Inder Kapoor (DIN: 02256249).

The Company and the aforesaid directors are holding equity shares of Dhyaani Tile and Marblez Limited (CIN: U51900GJ2014PLC081004) being listed on BSE Limited. Further, the Company being an **acquirer** along with its aforesaid directors (who are acting as **person acting in concert**) acquired voting rights constituting 5.00% of entire voting capital in Dhyaani Tile and Marblez Limited as on and upto August 25th, 2022 in respect of which the disclosure under Regulation 29(1) of the SAST Regulations has already been provided to Dhyaani Tile and Marblez Limited and your good office. Subsequently, as on August 29th, 2022, the **acquirer** together with **person acting in concert** acquired additional voting capital of Dhyaani Tile and Marblez Limited entitling them to exercise 7.24% of the entire voting capital from the existing 5.00% which resultantly requires the **acquirer** to give disclosure under Regulation 29(2) of the SAST Regulations. The relevant extracts of definition of '**acquirer**' & '**person acting in concert**' and **Regulation 29 (2)** given in the SAST Regulations enclosed separately as **Enclosure 2**.

In this regard, the Company is desirous to give disclosure under Regulation 29 (2) of the SAST Regulations to BSE Limited and Dhyaani Tile and Marblez Limited. Accordingly, we hereby submit disclosure in the form required under Regulation 29 (2) of SAST Regulations as **Enclosure 1**.

Kindly take the above information on record and acknowledge the same.

For GKPR TRADEX PVT LTD

Director



GKPR TRADEX PVT LTD

Thanking you.

For and on behalf of **GKPR Tradex Private Limited**

For GKPR TRADEX PVT LTD

Director

Name: Sunil Girdharilal Raheja

Designation: Director

Email: truptirajpurkar@gmail.com

Contact No.: 9820096856

Place: Mumbai

Enclosure:

1. **Enclosure 1:** Disclosure under Regulation 29 (2) of SAST Regulations
2. **Enclosure 2:** Extracts of definition of 'acquirer' & 'person acting in concert' and Regulation 29 (2) under the SAST Regulations

ENCLOSURE 1

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

Name of the Target Company (TC)	Dhyaani Tile And Marblez Limited (CIN: U51900GJ2014PLC081004)		
Name(s) of the acquirer and Persons Acting in Concert (PAC)with the acquirer	Acquirer: GKPR Tradex Private Limited PAC: 1) Mr. Sunil Giridharilal Raheja, Mr. Lokesh Inder Kapoor (directors of the acquirer) 2) Mrs. Seema Kapoor (Immediate relative of Mr. Lokesh Inder Kapoor)		
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 / 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	(a) 76,000	5.00%	5.00%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	(b) 0		
c) Voting rights (VR) otherwise than by shares	(c) 0		
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)	(d) 0		
e) Total (a+b+c+d)	(e) 76,000	5.00%	5.00%
Details of acquisition			
a) Shares carrying voting rights acquired	(a) 38,000	2.5%	2.5%
b) VRs acquired /sold otherwise than by shares	(b) 0		
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	(c) 0		
d) Shares encumbered / invoked/released by the acquirer	(d) 0		
e) Total (a+b+c+/-d)	(e) 38,000	2.5%	2.5%

Details of sale			
a) Shares carrying voting rights sold	(a) 4,000	0.26%	0.26%
b) VRs acquired /sold otherwise than by shares	(b) 0		
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	(c) 0		
d) Shares encumbered / invoked/released by the acquirer	(d) 0		
Total (a+b+c+/-d)	(e) 4,000	0.26%	0.26%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	(a) 1,10,000	7.24%	7.24%
b) Shares encumbered with the acquirer	(b) 0		
c) VRs otherwise than by shares	(c) 0		
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	(d) 0		
e) Total (a+b+c+d)	(e) 1,10,000	7.24%	7.24%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	26.08.2022 to 29.08.2022		
Equity share capital / total voting capital of the TC before the said acquisition / sale	15,20,000 equity shares carrying voting rights		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	15,20,000 equity shares carrying voting rights		
Total diluted share/voting capital of the TC after the said acquisition	15,20,000 equity shares carrying voting rights		

For GKPR TRADEX PVT LTD

 Director

Signature of the acquirer / seller / Authorised Signatory
 Place: Mumbai
 Date: 29.08.2022

Part-B***

Name of the Target Company: Dhyaani Tile and Marblez Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and PACs
Acquirer: GKPR Tradex Private Limited PAC: 1) Mr. Sunil Giridharilal Raheja, Mr. Lokesh Inder Kapoor (directors of the acquirer) 2) Mrs. Seema Kapoor (Immediate relative of Mr. Lokesh Inder Kapoor)	NO	

(*) 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 GKPR TRADEX PVT LTD

Director

Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 29.08.2022

ENCLOSURE 2

Definition of Acquirer and Person Acting in Concert:

“**acquirer**” means any person who, directly or indirectly, acquires or agrees to acquire whether by himself, or through, or with persons acting in concert with him, shares or voting rights in, or control over a target company;

“**persons acting in concert**” means,—

(1) persons who, with a common objective or purpose of acquisition of shares or voting rights in, or exercising control over a target company, pursuant to an agreement or understanding, formal or informal, directly or indirectly co-operate for acquisition of shares or voting rights in, or exercise of control over the target company.

(2) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be persons acting in concert with other persons within the same category, unless the contrary is established,—

(i) a company, its holding company, subsidiary company and any company under the same management or control;

(ii) a company, its directors, and any person entrusted with the management of the company;

(iii) directors of companies referred to in item (i) and (ii) of this sub-clause and associates of such directors;

(iv) promoters and members of the promoter group;

(v) **immediate relatives;**

(vi) a mutual fund, its sponsor, trustees, trustee company, and asset management company;

(vii) a collective investment scheme and its collective investment management company, trustees and trustee company;

(viii) a venture capital fund and its sponsor, trustees, trustee company and asset management company;

(viii a) an alternative investment fund and its sponsor, trustees, trustee company and manager;

(ix) [***]

(x) a merchant banker and its client, who is an acquirer;

(xi) a portfolio manager and its client, who is an acquirer;

(xii) banks, financial advisors and stock brokers of the acquirer, or of any company which is a holding company or subsidiary of the acquirer, and where the acquirer is an individual, of the immediate relative of such individual:

Provided that this sub-clause shall not apply to a bank whose sole role is that of providing normal commercial banking services or activities in relation to an open offer under these regulations;

(xiii) an investment company or fund and any person who has an interest in such investment company or fund as a shareholder or unitholder having not less than 10 per cent of the paid-up capital of the investment company or unit capital of the fund, and any other investment company or fund in which such person or his associate holds not less than 10 per cent of the paid-up capital of that investment company or unit capital of that fund:

Provided that nothing contained in this sub-clause shall apply to holding of units of mutual funds registered with the Board;

Explanation.— For the purposes of this clause “associate” of a person means,— (a) any immediate relative of such person; (b) trusts of which such person or his immediate relative is a trustee; (c) partnership firm in which such person or his immediate relative is a partner; and (d) members of Hindu undivided families of which such person is a coparcener;

Regulation 29 (2):

(2) Any person, who together with persons acting in concert with him, holds shares or voting rights entitling them to five per cent or more of the shares or voting rights in a target company, shall disclose the number of shares or voting rights held and change in shareholding or voting rights, even if such change results in shareholding falling below five per cent, if there has been change in such holdings from the last disclosure made under sub-regulation (1) or under this sub-regulation; and such change exceeds two per cent of total shareholding or voting rights in the target company, in such form as may be specified.