

URMI A. PATEL

32-Summerville, Bhulabhai Desai Road, Mumbai – 400 026.

To,
SECURITIES AND EXCHANGE BOARD OF INDIA
Corporation Finance Department,
Division of Corporate Restructuring,
Plot No. C-4A, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sir/ Ma'am,

Sub.: Filing of Exemption Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations") in respect of the acquisition under Regulation 10(1)(a) of the SEBI SAST Regulations

This is in reference to the off-market transfer of equity shares between two members of the Promoter Group of GMM Pfaudler Limited ("**the Company**").

In terms of Regulation 10(5) of the SEBI SAST Regulations, Ms. Urmi Patel, ("Acquirer") being a member of the Promoter Group of the Company, had informed BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on December 21, 2022 regarding her intention to acquire equity shares of the Company by way of a gift from her daughter i.e. Ms. Uttara Patel, also a part of the Promoter Group through an off-market transfer. Thereafter, the transfer took place on December 28, 2022 consequent to which the shareholding of Ms. Urmi Patel increased from 4.14% to 5.25%. The relevant disclosure as required under Regulation 10(6) of the SEBI SAST Regulations was informed to BSE and NSE on January 03, 2023.

We enclose herewith the following for your perusal & records.

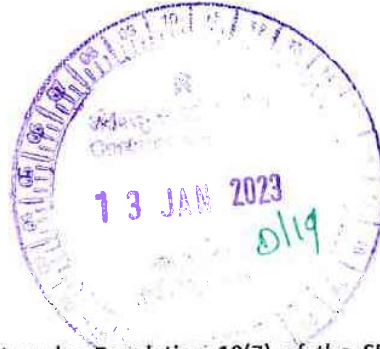
1. Pay Order Number 973554 dated January 06, 2023 drawn on Kotak Mahindra Bank for **INR 1,50,000/- (Indian Rupees One Lakh Fifty Thousand Only)** in favour of 'Securities and Exchange Board of India' towards fees payable in terms of Regulation 10(7) of the SEBI SAST Regulations.
2. Report in respect of the off-market transfer (gift to mother) made in reliance upon exemption provided for in Regulation **10(1)(a)(i)** of the SEBI SAST Regulations.

We request you to please take the above documents on record.

Urmi Patel
Promoter Group
Place: Mumbai
Date: January 16, 2023
Encl.: As above

etc

To,
SECURITIES AND EXCHANGE BOARD OF INDIA
Corporation Finance Department,
Division of Corporate Restructuring,
Plot No. C-4A, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051



Dear Sir/ Ma'am,

Sub.: Pay Order towards filing of Exemption Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations") in respect of the acquisition under Regulation 10(1)(a) of the SEBI SAST Regulations

This is in reference to the off-market transfer of equity shares between two members of the Promoter Group of GMM Pfadler Limited ("the Company").

In terms of Regulation 10(5) of the SEBI SAST Regulations, I, Ms. Urmi Patel, (Acquirer) being a member of the Promoter Group of the Company, had informed BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on December 21, 2022 regarding my intention to acquire equity shares of the Company by way of a gift from my daughter i.e. Ms. Uttara Patel, also a part of the Promoter Group through an off-market transfer.

Thereafter, the transfer took place on December 28, 2022 consequent to which my shareholding in the Company increased from 4.14% to 5.25%. The relevant disclosure as required under Regulation 10(6) of the SEBI SAST Regulations was informed to BSE and NSE on January 03, 2023.

Please find enclosed herewith Pay Order Number 973554 dated 06/01/2023 drawn on Kotak Mahindra Bank for INR 1,50,000/- (Indian Rupees One Lakh Fifty Thousand Only) in favour of 'Securities and Exchange Board of India' towards fees payable in terms of Regulation 10(7) of the SEBI SAST Regulations.

We request you to acknowledge receipt of the same.

Handwritten signature of Urmi Patel in black ink.

Urmi Patel
Promoter Group
Address :
32 – Summerville,
Bhulabhai Desai Road,
Mumbai – 400 026

Place: Mumbai
Date: 06.01.2023

Encl.: As above

Report to SEBI under Regulation 10(7) in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. General Details		
a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Urmi Patel 32, Summerville, Bhulabhai Desai Road, Mumbai – 400 026 022-23524960 Contact person: Ms. Urmi Patel, Promoter Group Contact phone number: 022-23524960
b.	Whether sender is the acquirer	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
d.	Name, address, Tel No. and email of sender, if sender is not the acquirer	N.A.
2. Compliance of Regulation 10(7)		
a.	Date of report	January 16 , 2023
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3. Compliance of Regulation 10(5)		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed atleast 4 working days before the date of the proposed acquisition.	Yes
b.	Date of Report	December 21, 2022
4. Compliance of Regulation 10(6)		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition	Yes
b.	Date of Report	January 03, 2023
5. Details of the Target Company		
a.	Name & address of TC	GMM Pfudler Limited Vithal Udyognagar, Anand-Sojitra Road, Karamsad 388325
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Ltd. and National Stock Exchange of India Ltd.
6. Details of the acquisition		
a.	Date of acquisition	December 28, 2022
b.	Acquisition price per share (in Rs.)	Not Applicable as the transfer was an off-market transaction in the form of gift.

Urmi Patel

	c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	No regulation would have been triggered as the percentage of equity shares involved in this inter-se transfer was 1.11%; and except for this inter-se transfer, no equity shares of GMM Pfaudler Ltd have been acquired by Ms. Urmi Patel during this financial year.			
	d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		a) Pfaudler Inc	65,44,389	14.56	65,44,389	14.56
		b) Millars Machinery Company Pvt. Ltd.	38,86,785	8.65	38,86,785	8.65
		c) Uttarak Enterprise Pvt. Ltd.	12,32,655	2.74	12,32,655	2.74
		d) Millars Concrete Technologies Pvt. Ltd.	11,04,724	2.45	11,04,724	2.45
		e) A. J. Patel HUF	8,31,705	1.85	8,31,705	1.85
		f) Ashok Patel (A J Patel Ch. Trust)	7,59,375	1.69	7,59,375	1.69
		g) Tarak Patel	5,21,880	1.16	5,21,880	1.16
		h) Urmi Patel (Acquirer)	18,59,037	4.14	23,60,022	5.25
		i) Panna Patel	1,01,250	0.22	1,01,250	0.22
		j) Pragna Patel	48,480	0.11	48,480	0.11
		k) Ashok Patel	20,235	0.04	20,235	0.04
		l) Palomita Patel	3,600	0.01	3,600	0.01
		Total	1,69,14,115	37.62	1,74,15,100	38.74
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
		Name(s) of the seller(s)				
		Uttara Patel	5,00,985	1.11	Nil	Nil
7.	Information specific to the exemption category to which the instant acquisition belongs – Regulation 10(1)(a)(i)					
	a.	Provide the names of the seller(s)	Ms. Uttara Patel			
	b.	Specify the relationship between the acquirer(s) and the seller(s)	The acquirer and seller are members of the Promoter Group and immediate relatives (mother and daughter)			
	c.	Confirm whether the acquirer(s) and the seller(s) are 'immediate relatives' as defined in the Regulation 2(l).	Yes, The acquirer and seller are 'immediate relatives' (mother and daughter) as defined in the Regulation 2(l)			
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	1,791.51			

Urmi Patel

e.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause(e) of sub-regulation (2) of regulation 8.	N.A.
f.	Confirm whether acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable	Not Applicable as the transfer was an off-market transaction in the form of gift without consideration.
g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	December 21, 2022
h.	1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N).	Yes
	2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same	The relevant disclosure copies are enclosed herewith as "Annexure A."
i.	Declaration by the acquirer that all conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	All the conditions specified under Regulation 10(1)(a)(i) read with the proviso to Regulation 10(1)(a) of the SEBI SAST Regulations with respect to the exemption have been duly complied with by the Acquirer.

Note: The Acquirer and the Seller are both a part of the Promoter Group. The Aggregate shareholding of the Promoter/ Promoter Group before and after the inter se transfer remains the same.

We hereby declare that the information provided in the instant report is true and nothing has been concealed there form.

Urmi Patel
Promoter Group

Place: Mumbai

Date: January 16, 2023

Urmi Patel

32, Summer Ville, Bhulabhai Desai Road, Mumbai – 400 026.

FORMAT FOR DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

1.	Name of the Target Company (TC)	GMM Pfaudler Limited		
2.	Name(s) of the Stock Exchange(s) where the shares of TC are listed	Bombay Stock Exchange Limited (BSE) National Stock Exchange of India Limited (NSE)		
3.	Particulars of shareholder(s): a) Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b) Name(s) of promoter(s), member of the promoter group and PAC with him.	Urmi Patel		
4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares / voting capital wherever applicable	% of total diluted share / voting capital of TC(*)
	As of March 31, 2021, holding of:	619,679	4.24	-
	a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC			
	Total	619,679	4.24	-

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



Urmi Patel

Date : 02/04/2021

Place : Lonavala

Uttara Patel

32, Summer Ville, Bhulabhai Desai Road, Mumbai – 400 026.

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4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2021, holding of: a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	166,995	1.14	-
	Total	166,995	1.14	-

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



for Uttara Patel

Date : 01-04-2021
Place : Switzerland

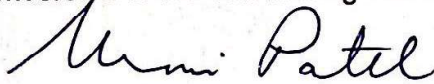
Urmi Patel

32, Summer Ville, Bhulabhai Desai Road, Mumbai - 400 026.

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4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2020, holding of:	625,000	4.27	-
	a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC			
	Total	625,000	4.27	-

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



Urmi Patel

Date : 2-4-2020

Place : Mumbai

Uttara Patel

32, Summer Ville, Bhulabhai Desai Road, Mumbai - 400 026.

FORMAT FOR DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

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4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2020, holding of: a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	166,995	1.14	-
	Total	166,995	1.14	-

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



f Uttara Patel

Date : 01-04-2020

Place : Zurich

Urmi Patel

32, Summer Ville, Bhulabhai Desai Road, Mumbai – 400 026.

FORMAT FOR DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

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4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2019, holding of:	625,000	4.27	-
	a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC			
	Total	625,000	4.27	-

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


Urmi Patel

Date : April 1, 2019
Place : Scheff hausen

