

Date: 3<sup>rd</sup> January, 2020

To, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Scrip Code: ALEMBICLTD	To, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001  BSE Scrip Code: 506235
---	--

Dear Sirs,

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

**Target Company: Alembic Limited**

I, Malika Chirayu Amin, holding equity shares of Alembic Limited, as part of the promoter group, have transferred to an individual being an immediate relative and also a promoter of Alembic Limited, by way of 'inter-se' transfer, 25.01% equity shares of Nirayu Limited ("Holding Company") which holds a 59.27% stake in Alembic Limited as part of the promoter group, amounting to indirect acquisition of equity shares of Alembic Limited by the Acquirer under Regulation 3 read with Regulation 5 of the Takeover Regulations. The said transfer was pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation 10(1)(a)(i) and Regulation 10(1)(a)(ii) of Takeover Regulations.

Chapter V - Regulation 28(1) of the Takeover Regulations requires that disclosures under the said Chapter shall be of the aggregated shareholding and voting rights of the acquirer or promoter of the target company or every person acting in concert with him. There has been no transfer of shares of the Target Company and there has been no change in the aggregated shareholding and voting rights of the promoter group of the Target Company. However, out of abundant caution, the disclosure as prescribed under Regulation 29(2) of the Takeover Regulations in relation to the aforesaid indirect transfer of shares is enclosed.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**Malika Chirayu Amin**

Encl.: As above.

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

1. Name of the Target Company (TC)	Alembic Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pranav Chirayu Amin		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes, the Acquirer forms part of the Promoter/ Promoter Group/ PAC		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. 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 (**)
<b>6. Before the acquisition under consideration, holding of acquirer along with PACs of (Please see <u>Table 1</u>):</b>			
a) Shares carrying voting rights	17,22,84,415	67.09%	67.09%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>17,22,84,415</b>	<b>67.09%</b>	<b>67.09%</b>
<b>7. Details of acquisition/sale</b>	The Acquirer has not directly acquired the equity shares of the TC but has acquired the equity shares of Nirayu Limited (“Holding Company”) which holds 59.27% stake in the TC as part of the promoter group. Please refer Table 2 for number of equity shares of the Holding Company which has been acquired by the Acquirer.		
a) Shares carrying voting rights acquired/sold (Please see <u>Table 1</u> )			
b) VRs acquired /sold otherwise than by shares	Nil	N.A.	N.A.
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	Nil	N.A.	N.A.
d) Shares encumbered / invoked/released by the acquirer	Nil	N.A.	N.A.
<b>e) Total (a+b+c+/-d)</b>	<b>-</b>	<b>-</b>	<b>-</b>

<p>8. <b>After the acquisition/sale, holding of acquirer along with PACs of (Please see <u>Table 1</u>):</b></p> <p>a) Shares carrying voting rights</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by shares</p> <p>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</p> <p>e) <b>Total (a+b+c+d)</b></p>	<p>17,22,84,415</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p><b>17,22,84,415</b></p>	<p>67.09%</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p><b>67.09%</b></p>	<p>67.09%</p> <p>Nil</p> <p>Nil</p> <p>Nil</p> <p><b>67.09%</b></p>
<p>9. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p>	<p>The Acquirer has not directly acquired the equity shares of the TC but has acquired the equity shares of Nirayu Limited (“Holding Company”) which holds a 59.27% stake in the TC as part of the promoter group. Please refer Table 2 for number of equity shares of the Holding Company which has been acquired by the Acquirer. Further, such transfer of shares of Holding Company has been by way of gift to the Acquirer by the Seller.</p>		
<p>10. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>2<sup>nd</sup> January, 2020</p>		
<p>11. Equity share capital / total voting capital of the TC before the said acquisition / sale</p>	<p>Rs. 51,35,63,656/- divided into 25,67,81,828 Equity Shares of Rs. 2/- each fully paid up.</p>		
<p>12. Equity share capital/ total voting capital of the TC after the said acquisition / sale</p>	<p>Rs. 51,35,63,656/- divided into 25,67,81,828 Equity Shares of Rs. 2/- each fully paid up.</p>		
<p>13. Total diluted share/voting capital of the TC after the said acquisition</p>	<p>Rs. 51,35,63,656/- divided into 25,67,81,828 Equity Shares of Rs. 2/- each fully paid up.</p>		

**Malika Chirayu Amin**  
(Seller)

Date: 3<sup>rd</sup> January, 2020

Place: Vadodara

**TABLE 1**

**Shareholding of Acquirer(s), PACs and Seller individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC) before and after the acquisition:**

Sr. No.	Name of Shareholders	Shares held before the transaction		Shares held after the 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 Seller (s)(*)				
	<b>Acquirer (s)</b>				
	Pranav Chirayu Amin	19,32,411	0.75%	19,32,411	0.75%
	<b>PACs [other than Seller (s)]</b>				
	Chirayu Ramanbhai Amin	83,17,644 <sup>1</sup>	3.24%	83,17,644 <sup>1</sup>	3.24%
	Shaunak Chirayu Amin	19,32,651	0.75%	19,32,651	0.75%
	Krupa Shaunak Amin	100	0.00%	100	0.00%
	Inaaya Shaunak Amin	57,410	0.02%	57,410	0.02%
	Naintara Shaunak Amin	57,410	0.02%	57,410	0.02%
	Ranvir Pranav Amin	57,410	0.02%	57,410	0.02%
	Samira Pranav Amin	57,410	0.02%	57,410	0.02%
	Nirayu Limited	15,21,88,590	59.27%	15,21,88,590	59.27%
	Barkha Pranav Amin	100	0.00%	100	0.00%
	Shreno Limited	100	0.00%	100	0.00%
	Paushak Limited	1,525	0.00%	1,525	0.00%
	Alembic City Limited	-	0.00%	-	0.00%
	Vidyanidhi Trust	-	0.00%	-	0.00%
	Arogyavardhini Society	-	0.00%	-	0.00%
	Utkarsh Vidyakendra	-	0.00%	-	0.00%
	Ujjwal Vidyalaya	-	0.00%	-	0.00%
	Laburnum Family Trust	200	0.00%	200	0.00%
	Virsad Family Trust	200	0.00%	200	0.00%
	Viramya Packlight LLP	1,800	0.00%	1,800	0.00%
	Udit Chirayu Amin	-	0.00%	-	0.00%
	Tishya Udit Amin	-	0.00%	-	0.00%
	Shreno Publications Limited	100	0.00%	100	0.00%
	Laksh Trust	100	0.00%	100	0.00%
	Grace Star Trust	100	0.00%	100	0.00%
	Gallup Trust	100	0.00%	100	0.00%
	Satori Trust	100	0.00%	100	0.00%
	<b>Total</b>	<b>16,46,05,461</b>	<b>64.10%</b>	<b>16,46,05,461</b>	<b>64.10%</b>
b.	<b>Seller(s)</b>				
	Malika Chirayu Amin	76,78,954	2.99%	76,78,954	2.99%
	<b>Total</b>	<b>76,78,954</b>	<b>2.99%</b>	<b>76,78,954</b>	<b>2.99%</b>

# As the transaction is an indirect acquisition of equity shares of the TC, there shall be no change in direct shareholding of the Acquirer and the Seller in the TC. However, as detailed in Table 2, the Acquirer intends to acquire equity shares of the Holding Company, which holds stake in the TC.

<sup>1</sup> 20,53,833 Equity Shares held in the name of Chirayu Ramanbhai Amin in representative capacity of Karta of Chirayu Ramanbhai Amin HUF.

**TABLE 2**

**Indirect transfer of equity shares in Alembic Limited amongst promoters and immediate relative thereof (qualifying persons)**

<b>Name of the Company whose equity shares are transferred</b>	<b>No. of equity shares held in Target Company</b>	<b>% equity holding in the Target Company</b>
Nirayu Limited (Details given in Note 1)	15,21,88,590	59.27%
<b>Total</b>	<b>15,21,88,590</b>	<b>59.27%</b>

**Note 1**

**Transfer of equity shares of Nirayu Limited**

<b>Particulars</b>	<b>No. of equity shares transferred</b>	<b>% equity holding</b>
<b>Transferor's Name</b>		
Malika Chirayu Amin	62,275	25.01%
<b>Total</b>	<b>62,275</b>	<b>25.01%</b>
<b>Transferee's Name</b>		
Pranav Chirayu Amin	62,275	25.01%
<b>Total</b>	<b>62,275</b>	<b>25.01%</b>