

SUMIL HOLDINGS PRIVATE LIMITED

Registered Office:

Mafatlal House. 4th Floor.
H.T. Parekh Marg. Backbay Reclamation.
Mumbai - 400 020.

CIN No.: U17110MH1979PTC021276

Tel.: 6617 3636 • Fax: 6635 7633

Date: 17 December 2019

To,
The Manager,

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
Scrip Code: 500264

Sub: Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to acquisition of 22.41% of the equity share capital of Mafatlal Industries Limited.

You are requested to kindly take note of the above.

For and on behalf of Sumil Holding Private Limited
Vipul Popat



Authorised Signatory

CC: Mafatlal Industries Limited
301-302, Heritage Horizon,
Third Floor, Off. C. G. Road,
Navrangpura, Ahmedabad,
Gujarat, 380009.

DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART A: Details of the Acquisition

Name of the Target Company (TC)	Mafatlal Industries Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Sumil Holding Private Limited		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE)		
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 acquirer along with PACs:			
a) Shares carrying voting rights	10 (Individually) 1,00,28,749 (Together with PAC)	00.00% (Individually) 72.08% (Together with PAC)	00.00% (Individually) 72.08% (Together with PAC)
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 TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,00,28,749	72.08%	72.08%
Details of acquisition:			
a) Shares carrying voting rights acquired	31,18,316	22.41%	22.41%
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive	NIL	NIL	NIL

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)	NIL	NIL	NIL
e) Total (a+b+c+d)	31,18,316	22.41%	22.41%
After the acquisition, holding of acquirer along with PACs:			
a) Shares carrying voting rights	31,18,326 (Individually)	22.41% (Individually)	22.41% (Individually)
	1,00,28,749 (Together with PAC)	72.08% (Together with PAC)	72.08% (Together with PAC)
b) VRs otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,00,28,749	72.08%	72.08%
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition of 31,18,316 shares of Mafatlal Industries Limited by Sumil Holding Private Limited from Suremi Trading Private Limited pursuant to Part III of the Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and Sumil Holding Private Limited and their respective shareholders.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into Equity Shares, etc.	Equity Shares		
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.	14 December, 2019		

Equity share capital / total voting capital of the TC before the said acquisition	Total issued capital of the TC is Rs. 13,91,28,860 constituting of 1,39,12,886 Equity Shares of INR 10 each
Equity share capital/ total voting capital of the TC after the said acquisition	Total issued capital of the TC is Rs. 13,91,28,860 constituting of 1,39,12,886 Equity Shares of INR 10 each
Total diluted share/voting capital of the TC after the said acquisition	Total issued capital of the TC is Rs. 13,91,28,860 constituting of 1,39,12,886 Equity Shares of INR 10 each

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile 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

Date:17 December 2019

For and on behalf of Sumil Holding Private Limited

Vipul Popat
Authorised Signatory


Annexure A
Name of the Target Company - Mafatal Industries Limited

Shareholding Details	Before acquisition/ disposal shareholding			Details of shares acquired/ disposed			after acquisition/ disposal shareholding		
	Number of shares/ voting rights	% w.r.t total share capital wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital of TC	% w.r.t total diluted share / voting capital of the TC
a. Acquirer(s)/ Transferee(s):									
1. Sumil Holding Private Limited	10	0.00%	0.00%				31,18,326	22.41%	22.41%
b. Seller(s)/ Transferor(s):									
1. Suremi Trading Private Limited	31,18,316	22.41%	22.41%	31,18,316	22.41%	22.41%			
2. PACs (other than Acquirer / Transferee and sellers/ transferors)									
3. Priyavara Mafatal	26,73,046	19.21%	19.21%				26,73,046	19.21%	19.21%
4. Reka Hrishikesh Mafatal	5,58,722	4.02%	4.02%				5,58,722	4.02%	4.02%
5. Aarti Manish Chadha	8,04,283	5.78%	5.78%				8,04,283	5.78%	5.78%
6. Anjali Kunal Agarwal	1,49,180	1.07%	1.07%				1,49,180	1.07%	1.07%
7. Hrishikesh Arvind Mafatal as Trustee of Hrishikesh A Mafatal Family Trust	1,77,430	1.28%	1.28%				1,77,430	1.28%	1.28%
8. Hrishikesh Arvind Mafatal as Trustee of Gurukripa Trust	5,03,104	3.62%	3.62%				5,03,104	3.62%	3.62%
9. Hrishikesh Arvind Mafatal as Trustee of Karuna Trust	100	0.00%	0.00%				100	0.00%	0.00%
10. Hrishikesh Arvind Mafatal as Trustee of Narsingha Trust	100	0.00%	0.00%				100	0.00%	0.00%
11. Hrishikesh Arvind Mafatal as Trustee of Shrija Trust	100	0.00%	0.00%				100	0.00%	0.00%
12. Hrishikesh Arvind Mafatal as Trustee of Radha Raman Trust	100	0.00%	0.00%				100	0.00%	0.00%
13. Gayatri Pestichem Manufacturing Pvt Ltd	22,305	0.16%	0.16%				22,305	0.16%	0.16%
14. NOCIL LIMITED	19,54,695	14.05%	14.05%				19,54,695	14.05%	14.05%
15. Hrishikesh Arvind Mafatal Public Charitable Trust No 1	24,128	0.17%	0.17%				24,128	0.17%	0.17%
16. Seth Navinchandra Mafatal Foundation Trust No 1	16,506	0.12%	0.12%				16,506	0.12%	0.12%
17. Vishad Padmanabh Mafatal Foundation Trust No 1	24,255	0.17%	0.17%				24,255	0.17%	0.17%
18. Sushripada Investments Private Limited	2,269	0.02%	0.02%				2,269	0.02%	0.02%

Note 1:

Acquisition of 31,18,316 shares of Mafatal Industries Limited by Sumil Holding Private Limited from Suremi Trading Private Limited pursuant to Part III of the Composite Scheme of Arrangement between Arvi Associates Private Limited, Krishnadeep Engineers Private Limited, Shamir Texchem Private Limited, Suremi Trading Private Limited and Sumil Holding Private Limited and their respective shareholders.

Date: 17 December, 2019
Place: Mumbai



Vipul Popat
For and on behalf of Sumil Holding Private Limited