

Vimal Prakash [HUF]

109/8, HAZRA ROAD
KOLKATA - 700 026,
WEST BENGAL, INDIA

TELEPHONE: 033-4002 9300
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24th March 2021

To The Department of Corporate Services BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 502294	To The Secretary The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700 001 Scrip Code: 019120
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Dear Sir,

Please find enclosed herewith Disclosures under Regulation 10(5) – Report to Stock Exchanges in respect of any acquisition to be made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking you,

Yours Sincerely,

For Vimal Prakash HUF
For VIMAL PRAKASH (HUF)

KARTI

**Vimal Prakash
Karta**

(On behalf of self and other Acquirers as their authorized signatory)

Encl: a/a

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)	Nilachal Refractories Ltd.
2.	Name of the acquirer(s)	1. Kamal Prakash HUF 2. Vimal Prakash HUF 3. Minicraft Enterprise Pvt Ltd 4. Madhu Agarwal 5. Raj Rani Agrawal 6. Anubhuti Prakash 7. Keshan Polymers Pvt Ltd
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.	Details of the proposed acquisition	
a.	Name of the person(s) from whom shares are to be acquired	Unimark International Pvt. Ltd.
b.	Proposed date of acquisition	30th March 2021 to 31st March 2021
c.	Number of shares to be acquired from each person mentioned in 4(a) above	As per Annexure - 1
d.	Total shares to be acquired as % of share capital of TC	22.44%
e.	Price at which shares are proposed to be acquired	Rs. 45.00
f.	Rationale, if any, for the proposed transfer	Inter se transfer amongst Promoters
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirers 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.	Not Applicable
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Rs. 43.77
8.	Declaration by the acquirers, that the	Yes, the acquisition price would not be

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	acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	higher by more than 25% of the price computed in point 7	
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) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished	i. Yes, the acquirer hereby declare that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) ii The disclosures shall be furnished along with compliance u/r 10(7) of SEBI (SAST) Regulations 2011.	
10.	Declaration by the acquirers that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes, the acquirer hereby declare that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemptions has been duly complied with	
11.	Shareholding details	Before the 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
	- Acquirer(s) and PACs (other than sellers)(*)	As per Annexure-1	
	- Seller (s)		

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirers 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.

For Vimal Prakash HUF
For VIMAL PRAKASH (HUF)

Vimal Prakash
Karta

KARTA

(On behalf of self and other Acquirers as their authorized signatory)

Date: 24.03.2021

Place: Kolkata

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S. No	Particulars	Pre Inter se		Inter se Transfer		Post Inter se	
		No. of Shares	%	No. of Shares	%	No. of Shares	%
	Seller						
1	Unimark International Pvt Ltd	4569086	22.44%	-4569086	-22.44%	0	0.00%
	Sub Total (A)	4569086	22.44%	-4569086	-22.44%	0	0%
	Buyer						
1	Kamal Prakash HUF	62500	0.31%	300000	1.47%	362500	1.78%
2	Vimal Prakash HUF	62500	0.31%	300000	1.47%	362500	1.78%
3	Minicraft Enterprise Pvt Ltd	1542900	7.58%	1269086	6.23%	2811986	13.81%
4	Madhu Agarwal	19250	0.09%	300000	1.47%	319250	1.57%
5	Raj Rani Agrawal	81823	0.40%	600000	2.95%	681823	3.35%
6	Anubhuti Prakash	19250	0.09%	300000	1.47%	319250	1.57%
7	Keshan Polymers Pvt Ltd	750000	3.68%	1500000	7.37%	2250000	11.05%
	Sub Total (B)	2538223	12.47%	4569086	22.44%	7107309	34.91%
	Other Promoters	7270307	35.71%	0	0	7270307	35.71%
	Sub Total (C)	7270307	35.71%	0	0	7270307	35.71%
	Total (A+B+C)	14377616	70.61%	0	0.00%	14377616	70.61%

For Vimal Prakash HUF

For VIMAL PRAKASH (HUF)

Vimal Prakash
Karta

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(On behalf of self and other Acquirers as their authorized signatory)

Date: 24.03.2021

Place: Kolkata