



MAHALAXMI FABRIC MILLS LIMITED

(Formerly known as "Sonnet Colours Pvt Ltd")

Ref: MFML/CS/Correspondence/2024-25/01

Date:- 27th August, 2024

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001,
Maharashtra,
India.

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Plot No. C/1, G - Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051,
Maharashtra,
India.

Company Code: MFML

Script Code: 544233

Trading Symbol: MFML

Series: BE

Dear Sir/Madam,

Sub.-: Disclosure under Regulation 29(1) of the SEBI (SAST) Regulations, 2011

The Hon'ble National Company Law Tribunal, Ahmedabad, Special Bench, Court-1, vide Order No.:- C.P.(CAA)/57(AHM)2023 in C.A.(CAA)/47(AHM)2023, dated 04th March, 2024, sanctioned the Scheme of Arrangements involving Demerger between Mahalaxmi Rubtech Limited (MRT) ("Demerged Company"); Mahalaxmi Fabric Mills Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MFML) ("First Resulting Company"); and Globale Tessile Limited (GTL) ("Second Resulting Company") and their respective Shareholders and Creditors ("Scheme").

Pursuant to the Scheme, the Promoters and Promoter Group of Mahalaxmi Fabric Mills Limited, have acquired 68,82,191 number of Equity Shares in it, by way of allotment on 29th April, 2024. The Equity Shares of Mahalaxmi Fabric Mills Limited were listed and admitted to trading on 27th August, 2024.

In this matter, kindly find, attached herewith, Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, received from the Promoters and Promoter Group of Mahalaxmi Fabric Mills Limited.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

FOR, MAHALAXMI FABRIC MILLS LIMITED

Naresh
Vasudevbbhai
Kanzariya

Digitally signed by Naresh
Vasudevbbhai Kanzariya
Date: 2024.08.27 19:30:03
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NARESH VASUDEVBBHAI KANZARIYA
COMPANY SECRETARY
ICSI MEMBERSHIP NO.:- A60683

Encl.:- A/a

Date:- 27th August, 2024

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Dear Sir / Madam,

Sub.:- Disclosure under Regulation 29(1) of the SEBI (SAST) Regulations, 2011

Kindly find, attached herewith, Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in the format prescribed under the said Regulation.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

FOR AND ON BEHALF OF ALL THE ACQUIRERS



JEETMAL B. PAREKH

CC:-

MAHALAXMI FABRIC MILLS LIMITED

(CIN:- U17100GJ1991PLC015345)

“Mahalaxmi House”,
YSL Avenue, Opp. Ketav Petrol Pump,
Polytechnic Road, Ambawadi,
Ahmedabad – 380 015,
Gujarat.

Disclosure under Regulation 29(1) of the
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part – A:- Details of the Acquisition:-

Name of the Target Company (TC)	Mahalaxmi Fabric Mills Limited (Formerly known as “Sonnet Colours Pvt Ltd”)		
Name(s) of the Acquirer	As per Annexure - A		
Whether the Acquirer belongs to Promoter / Promoter Group	Yes		
Name(s) of the Stock Exchange(s) where the Shares of TC are Listed	1. BSE Limited; and 2. National Stock Exchange of India Limited		
Details of the Acquisition / Disposal as follows	Number	% w.r.t. total Share Capital wherever applicable (*)	% w.r.t. total Diluted Share Capital of the TC (**)
Before the Acquisition under consideration, holding of:-			
a) Shares carrying voting rights	3600 #	72.00 #	72.00 #
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	-	-	-
c) Voting rights (VR) otherwise than by Shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	3600 #	72.00 #	72.00 #
Details of Acquisition / sale			
a) Shares carrying voting rights acquired / sold	68,82,191	64.80	64.80
b) VRs acquired / sold otherwise than by Shares	-	-	-
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	-	-	-
d) Shares encumbered / invoked / released by the Acquirer	-	-	-
e) Total (a+b+c+d)	68,82,191	64.80	64.80
After the Acquisition / sale, holding of:-			
a) Shares carrying voting rights	68,82,191	64.80	64.80
b) Shares encumbered with the Acquirer	-	-	-
c) VRs otherwise than by Shares	-	-	-
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	-	-	-
e) Total (a+b+c+d)	68,82,191	64.80	64.80
Mode of acquisition (e.g. Open Market / Off-market / Public Issue / Rights Issue / Preferential Allotment / Inter-se Transfer etc).	Equity Shares were allotted pursuant to the Scheme of Arrangements involving Demerger between Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327) (“Demerged Company”); Mahalaxmi Fabric Mills Limited (Formerly known as “Sonnet Colours Pvt Ltd”) (MFML) (CIN:- U17100GJ1991PLC015345) (“First Resulting		

	Company”); and Globale Tessile Limited (GTL) (CIN:- U17299GJ2017PLC098506) (“Second Resulting Company”) and their respective Shareholders and Creditors (“Scheme”), sanctioned by the Hon’ble National Company Law Tribunal, Ahmedabad, Special Bench, Court-1, vide Order No.:- C.P.(CAA)/57(AHM)2023 in C.A.(CAA)/47(AHM)2023, dated 04 th March, 2024.
Salient features of the Securities acquired including time till redemption, ratio at which it can be converted into Equity Shares, etc.	Fully Paid-up Equity Shares of a Face Value Rs. 10/- each of the Target Company
Date of Acquisition / sale of Shares / VR or date of receipt of intimation of allotment of Shares, whichever is applicable	Upon effectiveness of the Scheme i.e. 01 st April, 2024, Acquirers have been allotted Equity Shares of Mahalaxmi Fabric Mills Limited, on 29 th April, 2024. The Equity Shares of Mahalaxmi Fabric Mills Limited were listed and admitted to trading on 27 th August, 2024.
Equity Share Capital / total Voting Capital of the TC before the said Acquisition / sale	5000 number of Equity Shares of a Face Value of Rs. 100/- per Share (Upon effectiveness of the Scheme i.e. 01 st April, 2024, entire Issued, Subscribed and Paid-up Share Capital have been cancelled)
Equity Share Capital / total Voting Capital of the TC after the said Acquisition / sale	1,06,20,275 number of Equity Shares of a Face Value of Rs. 10/- per Share
Total Diluted Share / Voting Capital of the TC after the said Acquisition	1,06,20,275 number of Equity Shares of a Face Value of Rs. 10/- per Share

Upon effectiveness of the Scheme i.e. 01st April, 2024, sanctioned by the Hon’ble National Company Law Tribunal, Ahmedabad, Special Bench, Court-1, vide Order No.:- C.P.(CAA)/57(AHM)2023 in C.A.(CAA)/47(AHM)2023, dated 04th March, 2024, these Equity Shares have got cancelled.

Part – B (***):-

Name of the Target Company:- Mahalaxmi Fabric Mills Limited

Name of the Acquirer	Whether Acquirer belongs to Promoter / Promoter Group	PAN of the Acquirer
As per Annexure - B		

DATE:- 27TH AUGUST, 2024

PLACE:- AHMEDABAD

FOR AND ON BEHALF OF ALL THE ACQUIRERS



JEETMAL B. PAREKH

Note:-

- Upon effectiveness of the Scheme i.e. 01st April, 2024, Acquirers have been allotted 68,82,191 number of Equity Shares of Mahalaxmi Fabric Mills Limited, on 29th April, 2024. The Equity Shares of Mahalaxmi Fabric Mills Limited were listed and admitted to trading on 27th August, 2024. Hence, the Report under Regulation 10(6) of the SEBI (SAST) Regulations, 2011, is being submitted within Two Working Days from the commencement of trading of the Equity Shares of Mahalaxmi Fabric Mills Limited.
- (*) Total Share Capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of the SEBI (LODR) Regulations, 2015.
- (**) Diluted Share 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 Exchange but shall not be disseminated.

Disclosure under Regulation 29(1) of the SEBI (SAST) Regulations, 2011

Sr. No	Name of the Acquirer	Promoter / Promoter Group	Before the Acquisition #			Details of Acquisition			After the Acquisition		
			No. of Shares held	% w.r.t. total Share Capital of TC	% w.r.t. total Diluted Share Capital of TC	No. of Shares held	% w.r.t. total Share Capital of TC	% w.r.t. total Diluted Share Capital of TC	No. of Shares held	% w.r.t. total Share Capital of TC	% w.r.t. total Diluted Share Capital of TC
1	Jeetmal Bhoorchand Parekh	Promoter	490	9.80	9.80	1289513	12.14	12.14	1289513	12.14	12.14
2	Rahul Jeetmal Parekh	Promoter	450	9.00	9.00	1837710	17.30	17.30	1837710	17.30	17.30
3	Anand Jeetmal Parekh	Promoter	450	9.00	9.00	1705676	16.06	16.06	1705676	16.06	16.06
4	Kamladevi Jeetmal Parekh	Promoter	450	9.00	9.00	545000	5.13	5.13	545000	5.13	5.13
5	Ratna Rahul Parekh	Promoter	450	9.00	9.00	256535	2.42	2.42	256535	2.42	2.42
6	Yashovardhan Rahul Parekh	Promoter	-	-	-	61596	0.58	0.58	61596	0.58	0.58
7	Rohan Anand Parekh	Promoter	-	-	-	416260	3.92	3.92	416260	3.92	3.92
8	Atul Jain	Promoter	-	-	-	2000	0.02	0.02	2000	0.02	0.02
9	Jeetmal Bhoorchand HUF (Jeetmal Bhoorchand Parekh - Karta)	Promoter	-	-	-	129934	1.22	1.22	129934	1.22	1.22
10	Jeetmal Prithviraj HUF (Jeetmal Bhoorchand Parekh - Karta)	Promoter	-	-	-	10250	0.10	0.10	10250	0.10	0.10
11	Jeetmal Rahulkumar HUF (Jeetmal Bhoorchand Parekh - Karta)	Promoter	-	-	-	67026	0.63	0.63	67026	0.63	0.63
12	Rahul Calchem Pvt Ltd	Promoter Group	-	-	-	206094	1.94	1.94	206094	1.94	1.94
13	Mahalaxmi Calchem Private Limited	Promoter Group	440	8.80	8.80	168196	1.58	1.58	168196	1.58	1.58
14	Heena Agriculture Private Limited	Promoter Group	430	8.60	8.60	68344	0.64	0.64	68344	0.64	0.64
15	Anand Chem Industries Pvt Ltd	Promoter Group	440	8.80	8.80	94195	0.89	0.89	94195	0.89	0.89
16	Ashita Mercantile Private Limited	Promoter Group	-	-	-	23862	0.22	0.22	23862	0.22	0.22
	Total ...		3600	72.00	72.00	6882191	64.80	64.80	6882191	64.80	64.80

DATE:- 27TH AUGUST, 2024

PLACE:- AHMEDABAD

FOR AND ON BEHALF OF ALL THE ACQUIRERS


JEETMAL B. PAREKH

Upon effectiveness of the Scheme i.e. 01st April, 2024, sanctioned by the Hon'ble National Company Law Tribunal, Ahmedabad, Special Bench, Court-1, vide Order No.:- C.P.(CAA)/57(AHM)2023 in C.A.(CAA)/47(AHM)2023, dated 04th March, 2024, these Equity Shares have got cancelled.