



# POLO QUEEN INDUSTRIAL AND FINTECH LIMITED

Regd. Off : 303/4/5, A to Z Industrial Premises, G. K. Marg, Lower Parel (W),  
Mumbai - 400013 (India)

CIN NO. L72200MH1984PLC094539

December 11, 2021

**BSE Limited**

1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400001  
Scrip Code: 540717

**Metropolitan Stock Exchange of India Ltd**

Vibgyor Towers, 4<sup>th</sup> Floor,  
Plot No.C-62, G- Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400098  
Symbol: PQIF

**Sub:** Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir,

Pursuant to Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we forward a copy of the disclosures received in the prescribe format from Midkot Investments Private Limited relating to acquisition pursuant to Scheme of Arrangement approved by Hon'ble National Company Law Tribunal, Kolkata providing for amalgamation of Pan Emami Cosmed Limited, Emami Capital Markets Limited, TMT Viniyogan Limited, New Way Constructions Limited, Sundew Finance Private Limited, Ramshila Enterprises Private Limited, EFL Foods Limited, Medal Chemical & Research Works Limited, Karan Business Private Limited, ZEN Business Private Limited, Sneha Abasan Private Limited and Sneha Niketan Private Limited (hereinafter collectively referred to as 'Transferor Companies') with Midkot Investments Private Limited ('Transferee Company') vide its order No. C.P. (CAA) No. 89/KB/2021 connected with C.A. (CAA) No. 1237/KB/2020 dated 15/11/2021. All the shares of Polo Queen Industrial and Fintech Ltd held by New Way Constructions Ltd, TMT Viniyogan Limited and PAN Emami Cosmed Limited have been transferred to Midkot Investments Private Limited as per above scheme.

This is for your information and records

Thanking you,

**For Polo Queen Industrial and Fintech Limited**

*Vandana*  
**Vandana Yadav**  
Company Secretary  
Encl.: As Above



Tel: (Off) 24935421 (4 Lines) 66615901 Fax: (91-22) 24935420 / 66615900

E-mail: info@poloqueen.com



vandana yadav &lt;vandana.yadav@poloqueen.com&gt;

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

2 messages

**Pan Emami CS** <panemamics@emamigroup.com>

Fri, Dec 10, 2021 at 6:35 PM

To: "corp.relations@bseindia.com" &lt;corp.relations@bseindia.com&gt;, "listingcompliance@msei.in" &lt;listingcompliance@msei.in&gt;

Cc: vandana yadav &lt;vandana.yadav@poloqueen.com&gt;

Dear Sir/ Madam,

Please find attached herewith Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. We hope you shall find the same in order. Please note that courier has also dispatched hard copy of the same to you.

Further, certified copy of order issued by Hon'ble National Company Law Tribunal (NCLT) dated 15.11.2021 is also attached for your ready reference and records.

Thanks &amp; Regards,

Midkot Investments Private Limited

CIN: U51398WB1993PTC057932

Emami Tower|2nd Floor

687 Anandapur|EM Bypass

Kolkata - 700 107

Board: 033 6613 6228

Email:panemamics@emamigroup.com

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 **Disclosure under regulation 29(1) of SAST,2011.pdf**  
660K**Pan Emami CS** <panemamics@emamigroup.com>

Fri, Dec 10, 2021 at 6:36 PM

To: Rajesh Agarwal &lt;rajeshagarwal@emamigroup.com&gt;, Santinath Paul &lt;santinath@emamigroup.com&gt;, Pan Emami CS3 &lt;panemamics3@emamigroup.com&gt;, vandana yadav &lt;vandana.yadav@poloqueen.com&gt;, Ravi Jakhotia &lt;ravi.jakhotia@poloqueen.com&gt;

12/11/21, 10:54 AM

Mazeweb Technologies Mail - Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers...

FYI

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 **Disclosure under regulation 29(1) of SAST,2011.pdf**  
660K



**MIDKOT INVESTMENTS PVT. LTD.**

(FORMERLY : MIDKOT TRADES PVT. LTD.)

Regd. Office :  
687, Anandapur, E. M. Bypass, 2nd Floor  
Kolkata - 700 107 Phone : 6613 6264  
E-mail : panemamics@emamigroup.com

Date: 10/12/2021

The Compliance department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

The Company Secretary  
Polo Queen Industrial And  
Fintech Limited  
304 A To Z Indl. Estate, Ganpat  
Rao Marg, Lower Parel  
Mumbai- 400013

The Compliance department  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor,  
Plot No.-C-62, G-Block,  
Bandra Kurla Complex,  
Bandra East  
Mumbai - 400 098

Dear Sirs,

**Sub: Disclosure under regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

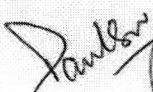
Please find enclosed herewith disclosure in terms of Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

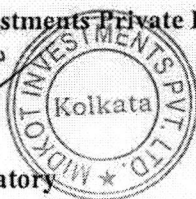
This is for your information & record.

Thanking you,

Yours faithfully,

For Midkot Investments Private Limited

  
Santinath Paul  
Authorised Signatory  
Encl: a/a



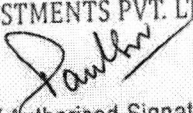


**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part A – Details of the Acquisition**

Name of the Target Company (TC)	Polo Queen Industrial And Fintech Limited (The "Company")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Midkot Investments Private Limited		
Whether the acquirer belongs to Promoter / Promoter group	The Acquirer is not a part of the Promoter Group of the Company. It is a public shareholder.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total Share / voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share / voting capital of the TC (**)</b>
<b><u>Before the acquisition / disposal under consideration, holding of acquirer along with PACs of shares carrying voting rights:</u></b>			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	-	-	-
c) Voting rights (VR) otherwise than by equity 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+c+d)	-	-	-
<b><u>Details of acquisition/ sale</u></b>			
a) Shares carrying voting rights acquired / sold Midkot Investments Private Limited	75,60,000	11.26%	11.26%
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.	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	-	-	-
e) Total (a+b+c)	75,60,000	11.26%	11.26%

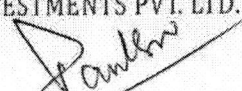
For MIDKOT INVESTMENTS PVT. LTD.

  
Director / Authorised Signatory



<b><u>After the acquisition / sale, holding acquirer along with PACs of:</u></b>			
a) Shares carrying voting rights	75,60,000	11.26%	11.26%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) shares pledged with the acquirer.	-	-	-
c) VRs otherwise than by equity 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	-	-	-
<b>e) Total (a+c+d)</b>	<b>75,60,000</b>	<b>11.26%</b>	<b>11.26%</b>
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential issue / inter-se transfer etc.)	Acquisition pursuant to Scheme of Arrangement approved by Hon'ble National Company Law Tribunal, Kolkata providing for amalgamation of Pan Emami Cosmed Limited, Emami Capital Markets Limited, TMT Viniyogan Limited, New Way Constructions Limited, Sundew Finance Private Limited, Ramshila Enterprises Private Limited, EFL Foods Limited, Medal Chemical & Research Works Limited, Karan Business Private Limited, ZEN Business Private Limited, Sneha Abasan Private Limited and Sneha Niketan Private Limited (hereinafter collectively referred to as 'Transferor Companies') with Midkot Investments Private Limited ('Transferee Company') vide its' order No. C.P. (CAA) No. 89/KB/2021 connected with C.A. (CAA) No. 1237/KB/2020 dated 15/11/2021  All the shares of Polo Queen Industrial And Fintech Ltd held by New Way Constructions Ltd, TMT Viniyogan Limited and PAN Emami Cosmed Limited have been transferred to Midkot Investments Private Limited as per above scheme.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	NA		
Date of acquisition / sale of shares / VR or date of receipt of intimation of issue of shares, whichever is applicable	09/12/2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale (*)	Number: 6,71,50,000 equity shares of Rs. 10 each Amount: Rs. 67,15,00,000		
Equity share capital / total voting capital of the TC after the said acquisition / sale	Number: 6,71,50,000 equity shares of Rs. 10 each Amount: Rs. 67,15,00,000		
Total diluted share / voting capital of the TC after the said acquisition / sale	Number: 6,71,50,000 equity shares of Rs. 10 each Amount: Rs. 67,15,00,000		

For MIDKOT INVESTMENTS PVT. LTD.

  
Director / Authorised Signatory

**Part-B\*\*\***

**Name of the Target Company – Polo Queen Industrial And Fintech Limited**

Name(s) of the acquirer and Persons Acting in Concert (PAC) With The Acquirer	Whether the acquirer belongs to the Promoter/ Promoter Group	PAN of the acquirer and/ or PACs
Refer Table 1 below	No	Refer Table 1 below

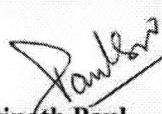
**Note:**

(\*) Total share capital / voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under **Clause 35 of the listing Agreement [Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**.

(\*\*) 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 Exchange but shall not be disseminated.

*for* Midkot Investments Private Limited

  
Santinath Paul  
Authorised Signatory



Place: Kolkata

Date: 10/12/2021

Table 1 : Enclosed as Annexure



Table 1

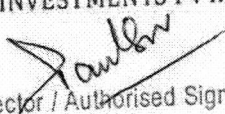
	Category & Name of the Shareholders	PAN	Before Merger			Post Merger		
			No. of fully paid up equity shares held	Shareholding % having voting rights (including shares encumbered)	Shareholding % encumbered	No. of fully paid up equity shares held	Shareholding % having voting rights (including shares encumbered)	Shareholding % encumbered
(1)	Indian Public Shareholder							
(a)	Individuals/Hindu undivided Family		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
b)	Bodies Corporate Public Shareholder		7560000	11.26	-	7560000	11.26	-
	NEW WAY CONSTRUCTIONS LIMITED	AABCN2822P	3350000	4.99	-	0	0.0000	-
	PAN EMAMI COSMED LTD	AABCP5150G	4100000	6.11	-	0	0.0000	-
	TMT VINIYOGAN LIMITED	AAACT9455F	110000	0.16	-	-	-	-
	MIDKOT INVESTMENTS PVT. LTD. (Refer Note 1)	AACCM2617E	-	-	-	7560000	11.26	-
	<b>Sub Total</b>		<b>7560000</b>	<b>11.26</b>	<b>-</b>	<b>7560000</b>	<b>11.26</b>	<b>-</b>
	<b>Total Shareholding (A)=1(a)+1(b)</b>		<b>7560000</b>	<b>11.26</b>	<b>-</b>	<b>7560000</b>	<b>11.26</b>	<b>-</b>

## Note 1

- Acquired pursuant to Scheme of Arrangement approved by Hon'ble National Company Law Tribunal, Kolkata providing for amalgamation of Pan Emami Cosmed Limited, Emami Capital Markets Limited, TMT Viniyogan Limited, New Way Constructions Limited, Sundew Finance Private Limited, Ramshila Enterprises Private Limited, EFL Foods Limited, Medal Chemical & Research Works Limited, Karan Business Private Limited, ZEN Business Private Limited, Sneha Abasan Private Limited and Sneha Niketan Private Limited with Midkot Investments Private Limited vide its' order No.C.P. (CAA) No. 89/KB/2021 connected with C.A. (CAA) No. 1237/KB/2020 dated 15/11/2021.

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For MIDKOT INVESTMENTS PVT. LTD.

  
Director / Authorised Signatory