

Date: 20/12/2021

To,

BSE Limited
(ScripCode:531548)

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Email:
corp.relations@bseindia.com

National Stock Exchange of India Limited
(Symbol: SOMANYCERA)

Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex,
Mumbai - 400 051

Email: takeover@nse.co.in

Somany Ceramics Limited
2, Red Cross Place,
Kolkata- 700001

Email:
corporateaffairs@somanyceramics.com

Sub: Prior Intimation under regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares

Dear Sir/ Ma'am,

As due compliance of Regulation 10(5) of the SEBI (SAST) Regulations, 2011, the undersigned being part of the Promoter and Promoter Group of the Company and their immediate relative, hereby furnish the PRIOR INTIMATION in the specified format under regulation 10(5) in respect of proposed *inter-se* transfer of 3,80,000 (0.8966%) shares of **Somany Ceramics Limited** being the Target Company ("TC") in the following manner:

- i. *Inter-se* Transfer (by way of Gift) of **80,000 (0.1888%) Equity** shares from Smt. Minal Somany to Smt. Anushree Chopra, being promoters of the TC;
- ii. *Inter-se* Transfer (by way of Gift) of **3,00,000 (0.7078%) Equity** shares from Smt. Minal Somany to Ms. Aanvi Somany, being the immediate relative of the promoters of the TC

The shares are proposed to be acquired by way of "Gift" from amongst the Promoters and Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(i) (immediate relatives) and Regulation 10(1)(a) (ii) (qualifying person being persons named as promoters in the shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition) and there will be no change in the Total Shareholding of the Promoters Group after such *inter-se* transfer of shares of TC.

Thanking You.

Yours Faithfully,



(Anushree Chopra)

Promoter of Somany Ceramics Limited
(Acquirer)

AANVI SOMANY

(Aanvi Somany)

Immediate relative of Promoter of Somany Ceramics Limited (Acquirer)

Encl: As Above

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)	Somany Ceramics Limited
2.	Name of the acquirer(s)	The disclosure is pursuant to <i>Inter-se</i> transfer of Shares (by way of GIFT) amongst Promoters and Promoter Group. The Transferee(s)/ Acquirer(s) in the above case are: 1. Mrs. Anushree Chopra 2. Ms. Aanvi Somany
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	Mrs. Anushree Chopra is a promoter of the TC prior to the transaction. Ms. Aanvi Somany is not a promoter of the TC prior to the transaction but an immediate relative of Promoters.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mrs. Minal Somany [PAN: AADPM0836F]
	b. Proposed date of acquisition	On or after 27th December, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	3,80,000 shares held by Mrs. Minal Somany in the TC will be gifted to the following members: i. Mrs. Anushree Chopra: 80,000 Equity Shares ii. Ms. Aanvi Somany: 3,00,000 Equity Shares
	d. Total shares to be acquired as % of share capital of TC	i. Mrs. Anushree Chopra:0.1888% ii. Ms. Aanvi Somany: 0.7078%
	e. Price at which shares are proposed to be acquired	NIL. Shares acquired by way of Gift. Therefore, no consideration involved.
	f. Rationale, if any, for the proposed transfer	Inter se transfer amongst qualifying persons who are a part of promoter group of TC and immediate relatives.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub clause (i) & (ii): Immediate Relative AND persons named as promoters in the shareholding pattern filed by the target company in terms of the listing regulations or as the case may be, the listing agreement or these regulations for not less than three years prior to the proposed acquisition.
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, Shares acquired by way of Gift. Therefore, no consideration involved.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not Applicable, Shares acquired by way of Gift. Therefore, no consideration involved.

8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable		Not Applicable, Shares acquired by way of Gift. Therefore, no consideration involved			
9.	Declaration by the acquirer, that the transferor and transferee/s have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)		Enclosed as "Annexure A"			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		Enclosed as "Annexure A"			
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
	a.	Acquirer(s) and PACs (other than sellers)(*)				
		i. Anushree Chopra	1,21,407	0.2865	2,01,407	0.4752
		ii. Aanvi Somany	-	-	3,00,000	0.7078
		iii. Abhishek Somany (Shakthi Family Trust)	1,00,80,055	23.7853	1,00,80,055	23.7853
		iv. Shreekant Somany (Srijan Family Trust)	43,37,872	10.2358	43,37,872	10.2358
		v. Shrivatsa Somany (Sanrakshith Family Trust)	43,37,872	10.2358	43,37,872	10.2358
		vi. Anjana Somany	10,84,468	2.5589	10,84,468	2.5589
		vii. Abhishek Somany HUF	19,14,093	4.5166	19,14,093	4.5166
		viii. Shrivatsa Somany	1,00,000	0.2360	1,00,000	0.2360
		ix. Shreekant Somany	1,00,000	0.2360	1,00,000	0.2360
		x. Ameya Somany	65,000	0.1534	65,000	0.1534
		TOTAL: Acquirer(s) and PACs (other than sellers)	2,21,40,767	52.2441%	2,25,20,767	53.1408%
	b.	Seller (s)				
		i. Mrs. Minal Somany	10,70,108	2.5251%	6,90,108	1.6284%
		TOTAL: Seller (s)	10,70,108	2.5251%	6,90,108	1.6284%

Note:

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



(Anushree Chopra)

**Promoter of Somany Ceramics Limited
(Acquirer)**

AANVI SOMANY

(Aanvi Somany)

**Immediate relative of Promoter of
Somany Ceramics Limited (Acquirer)**

Date: 20/12/2021

Place: New Delhi

Date: 20/12/2021

Place: New Delhi

DECLARATION BY ACQUIRERS

This is with respect to the following proposed acquisition of shares by way of "GIFT," *inter-se*, among the immediate relatives, within the Promoters and Promoter Group of the Company viz. Somany Ceramics Limited (a company incorporated under the Companies Act, 1956, having its registered office at 2, Red, Cross Place Kolkata West Bengal 700001 India):

- i. *Inter-se* Transfer (by way of Gift) of **80,000 (0.1888%) Equity** shares from Smt. Minal Somany to Smt. Anushree Chopra, being promoters of the TC;
- ii. *Inter-se* Transfer (by way of Gift) of **3,00,000 (0.7078%) Equity** shares from Smt. Minal Somany to Ms. Aanvi Somany, being the immediate relative of the promoters of the TC.

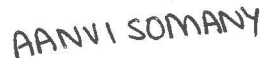
In this regard, the undersigned being the proposed acquirers to the proposed "Gift", hereby declare that:

- a. *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)*
- b. *all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.*



(Anushree Chopra)
Promoter of Somany Ceramics Limited
(Acquirer)

Date: 20/12/2021
Place: New Delhi



AANVI SOMANY
(Aanvi Somany)
Immediate relative of Promoters of
Somany Ceramics Limited (Acquirer)

Date: 20/12/2021
Place: New Delhi