



DHANLAXMI COTEX LIMITED

285, PRINCESS STREET, CHATURBHUJ JIVANDAS HOUSE,
2ND FLOOR, MUMBAI - 400 002.
PH : 2200 8176 / 77; FAX : (91-22) 2208 9558
E-mail : dhancott@hathway.com

CIN No: L51100MH1987PLC042280

Email to: - dcotex1987@gmail.com
Phone :- 022-66228050/58/45

Date: 11-09-2019

To
BSE Limited,
The Manager (Corporate Relationship)
P. J. Towers, Dalal Street,
Mumbai - 400 001

Sir/Madam,

Sub: Disclosure under regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to proposed acquisition of equity shares of Dhanlaxmi Cotex Limited

BSE Scrip Code: 512485

With regards to the captioned subject, please find enclosed herewith the disclosure under regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as submitted by the Acquirer namely, Laxmi M. Jhavar, Mahesh S. Jhavar, Ramautar S. Jhavar and Vinod Sohanlal Jhavar is enclosed herewith for your kind information and records.

Kindly place the same on your record.

Thanking You

For Dhanlaxmi Cotex Limited


C.K. Bohra

(Chief Financial Officer)







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)	Dhanlaxmi Cotex Limited																						
2.	Name of the acquirer(s)	<ol style="list-style-type: none"> 1. Laxmi M. Jhawar 2. Mahesh S. Jhawar 3. Ramautar S. Jhawar 4. Vinod Sohanlal Jhawar 																						
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	<ol style="list-style-type: none"> 1. Ramautar Jhawar HUF 2. Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) (JJFT) 3. Vinod Jhawar HUF 4. Mahesh Jhawar HUF 5. Sohanlal Jhawar HUF 6. Mukul Vinod Jhawar 7. Vinit R Jhawar 8. Lalit Vinod Jhawar 9. Sohanlal Jhawar Family Trust 																						
	b. Proposed date of acquisition	On or after September 18, 2019																						
	c. Number of shares to be acquired from each person mentioned in 4(a) above	<table border="1"> <thead> <tr> <th>Name of the Transferor</th> <th>No. of Shares</th> </tr> </thead> <tbody> <tr> <td>Ramautar Jhawar HUF</td> <td>1,18,800</td> </tr> <tr> <td>Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) (JJFT)</td> <td>52,500</td> </tr> <tr> <td>Vinod Jhawar HUF</td> <td>25,800</td> </tr> <tr> <td>Mahesh Jhawar HUF</td> <td>57,300</td> </tr> <tr> <td>Sohanlal Jhawar HUF</td> <td>20,000</td> </tr> <tr> <td>Mukul Vinod Jhawar</td> <td>77,000</td> </tr> <tr> <td>Vinit R Jhawar</td> <td>3,77,950</td> </tr> <tr> <td>Lalit Vinod Jhawar</td> <td>100</td> </tr> <tr> <td>Sohanlal Jhawar Family Trust</td> <td>1,93,740</td> </tr> <tr> <td>Total</td> <td>9,23,190</td> </tr> </tbody> </table>	Name of the Transferor	No. of Shares	Ramautar Jhawar HUF	1,18,800	Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust) (JJFT)	52,500	Vinod Jhawar HUF	25,800	Mahesh Jhawar HUF	57,300	Sohanlal Jhawar HUF	20,000	Mukul Vinod Jhawar	77,000	Vinit R Jhawar	3,77,950	Lalit Vinod Jhawar	100	Sohanlal Jhawar Family Trust	1,93,740	Total	9,23,190
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Total	9,23,190																							
	d. Total shares to be acquired as % of sharecapital of TC	18.95%																						
	e. Price at which shares are proposed to beacquired	Price as per applicable regulations/guidelines/circulars. Hence, price will not exceed the price arrived at as per the proviso (i) to Regulation 10(1)(a) of the SEBI SAST Regulations, 2011																						

	f.	Rationale, if any, for the proposed transfer	Inter-se transfer of shares pursuant to internal restructuring/family settlement amongst the Promoter Group members			
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii) of the SEBI SAST Regulations, 2011			
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. 67.62/-			
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	We hereby confirm that the acquisition price will not be higher by more than 25% of the price as computed in point 7 above			
9.		Declaration by the acquirer, 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)	We hereby declare that the acquirers and sellers have complied/ will comply with applicable disclosure requirements of Chapter V of SEBI SAST Regulations, 2011			
10.		Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that we have complied with all the conditions specified under regulation 10(1)(a) of SEBI SAST Regulations, 2011.			
11.		Shareholding details	<i>Before the proposed transaction</i>		<i>After the proposed transaction</i>	
			<i>No. of shares /voting rights</i>	<i>% w.r.t. total share capital of TC</i>	<i>No. of shares /voting rights</i>	<i>% w.r.t. total share capital of TC</i>
	a.	Acquirer(s) and PACs (other than sellers)(*)				
		1. Laxmi M. Jhawar	2,16,355	4.44%	4,10,095	8.42%
		2. Mahesh S. Jhawar	1,74,900	3.59%	3,04,700	6.25%
		3. Ramautar S. Jhawar	4,97,115	10.20%	9,93,865	20.40%
		4. VinodSohanlal Jhawar	1,82,800	3.75%	2,85,700	5.86%
		5. Kamla Ramautar Jhawar	5,08,500	10.44%	5,08,500	10.44%
		6. VandanaVinod Jhawar	2,32,895	4.78%	2,32,895	4.78%
		7. Dhanlaxmi Export Fabric LLP	1,40,000	2.87%	1,40,000	2.87%
		8. JasodaTracon LLP	2,39,600	4.92%	2,39,600	4.92%
		9. Rahul Mahesh Jhawar	92,900	1.91%	92,900	1.91%
		Total (a)	22,85,065	46.90%	32,08,255	65.85%

b.	Seller (s)				
1.	Ramautar Jhawar HUF	1,18,800	2.44%	0	0.00
2.	Ramautar S. Jhawar (Jamnadevi Jhawar Family Trust)	52,500	1.08%	0	0.00
3.	Vinod Jhawar HUF	25,800	0.53%	0	0.00
4.	Mahesh Jhawar HUF	57,300	1.18%	0	0.00
5.	Sohanlal Jhawar HUF	20,000	0.41%	0	0.00
6.	MukulVinod Jhawar	77,000	1.58%	0	0.00
7.	Vinit R Jhawar	3,77,950	7.76%	0	0.00
8.	LalitVinod Jhawar	100	0.00%	0	0.00
9.	Sohanlal Jhawar Family	1,93,740	3.98%	0	0.00
	Total (b)	9,23,190	18.96%	0	0.00
	Total (a+b)	32,08,255	65.85%	32,08,255	65.85%

			
Laxmi M. Jhawar	Mahesh S. Jhawar	Ramautar S. Jhawar	VinodSohanlal Jhawar

Date: September 11, 2019
Place: Mumbai

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.