

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

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| 1. | Name of the Target Company (TC) | Elpro International Limited |
| 2. | Name of the acquirer(s) | Surbhit Dabriwala |
| 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 the acquirer is a promoter of the TC. However, The name of the acquirer is not disclosed in shareholders list filed with stock exchanges as he is not holding any shares in Target Company |
| 4. | Details of the proposed acquisition | |
| | a. Name of the person(s) from whom shares are to be acquired | Mrs. Indu Dabriwala |
| | b. Proposed date of acquisition | 18-06-2015 |
| | c. Number of shares to be acquired from each person mentioned in 4(a) above | 953950 shares of I.G.E (India) Private Limited being one of the promoters of Target Company from Indu Dabriwala * |
| | d. Total shares to be acquired as % of share capital of TC | 10.36% of paid up capital of I.G.E (India) Private Limited , being one of the promoter of Target Company * |
| | e. Price at which shares are proposed to be acquired | Rs. 0.97 per share of I.G.E (India) Private Limited |
| | f. Rationale, if any, for the proposed transfer | Inter Se promoter transfer among immediate relatives |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | 10(1)(a)(i) which exempts acquisitions pursuant to inter se transfer of shares among qualifying persons being immediate relatives |
| 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 frequently traded |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | INR 64.05 per share (Book value as per Audited Balance Sheet of March-2015) |
| 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, as no shares of the Target Company are being acquired. |

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| 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) | Yes, it is hereby declared that 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 | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | Yes, it is hereby declared that all conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | | | |
| 11. | Shareholding details | Before the proposed transaction | | After the proposed transaction | |
| | | No. of shares /voting right | % 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)(*) | As per Annexure 1 | | As per Annexure 2 | |
| | b Seller (s) | As per Annexure 3 | | As per Annexure 4 | |

Note:

*Indu Dabriwala , holds 953950 equity shares representing 10.36% of paid up capital of I.G.E (India) Private Limited, being one of the promoter of Target Company which in turn holds 9,424,400 equity shares of Target Company representing 40.87% of total equity capital of Target Company.

Date -11-06-2015

Place-Mumbai



Signature of Acquirer
Surbhit Dabriwala

| Annexure 1 | Before the proposed transaction | | (Acquirer and PACs (Other Than Seller)) | |
|------------|---------------------------------|----------------------------|---|--|
| | Name of the Promoter | No. of Shares/Voting right | % w.r.t total share capital of TC | |
| 1 | Rajendra Kumar Dabriwala | 421,295 | 1.83 | |
| 2 | Yamini Dabriwala | 430,325 | 1.87 | |
| 3 | IGE (India) Pvt Ltd | 9,424,400 | 40.87 | |
| 4 | RCA Ltd | 1,497,860 | 6.50 | |
| 5 | International Conveyors Limited | 3,364,860 | 14.59 | |
| | Total | 15,138,740 | 65.65 | |

| Annexure 2 | After the proposed transaction | | (Acquirer and PACs (Other Than Seller)) | |
|------------|---------------------------------|----------------------------|---|--|
| | Name of the Promoter | No. of Shares/Voting right | % w.r.t total share capital of TC | |
| 1 | Rajendra Kumar Dabriwala | 421,295 | 1.83 | |
| 2 | Yamini Dabriwala | 430,325 | 1.87 | |
| 3 | IGE (India) Pvt Ltd | 9,424,400 | 40.87 | |
| 4 | RCA Ltd | 1,497,860 | 6.50 | |
| 5 | International Conveyors Limited | 3,364,860 | 14.59 | |
| | Total | 15,138,740 | 65.65 | |
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| | | | | |

| Annexure 3 | Before the proposed transaction | | Seller | |
|------------|---------------------------------|----------------------------|-----------------------------------|--|
| | Name | No. of Shares/Voting right | % w.r.t total share capital of TC | |
| 1. | Indu Dabriwala | 0 | 0.00 | |
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| | TOTAL | 0 | 0.00 | |

| Annexure 4 | After the proposed transaction | | Seller | |
|------------|--------------------------------|----------------------------|-----------------------------------|--|
| | Name | No. of Shares/Voting right | % w.r.t total share capital of TC | |
| 1. | Indu Dabriwala | 0 | 0.00 | |
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| | TOTAL | 0 | 0.00 | |

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