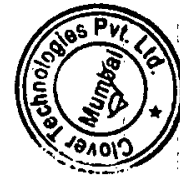


ANNEXURE - 2
 Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and
 Takeovers) Regulations, 2011



| Name of the Target Company (TC) | | SIMMONDS MARSHALL LIMITED (THE COMPANY) | | |
|--|-----------|--|--|--|
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | | CLOVER TECHNOLOGIES PVT LTD (THE SELLER) | | |
| Whether the acquirer belongs to Promoter/Promoter group | | NO | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | | BSE | | |
| Details of the acquisition / disposal as follows | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) | |
| Before the acquisition / disposal under consideration, holding of: | | | | |
| a) Shares carrying voting rights | 1,588,772 | 14.19% | 14.19% | |
| 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 T C (specify holding in each category) | - | - | - | |
| e) Total (a+b+c+d) | 1,588,772 | 14.19% | 14.19% | |
| Details of acquisition / sale | | | | |
| a) Shares carrying voting rights acquired / sold | 239,397 | 2.14% | 2.14% | |
| 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) | 239,397 | 2.14% | 2.14% | |

| | | | |
|---|---|---------------------------------|---------------------------------|
| <p>After the acquisition/sale, holding of:</p> <p>a) Shares carrying voting rights 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)</p> | <p>1,349,375 - - -</p> | <p>12.05% - - -</p> | <p>12.05% - - -</p> |
| <p>Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p> | <p>OPEN MARKET SOLD ON BSE</p> | | |
| <p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p> | <p>From 24.04.2015 To 20.07.2015</p> | | |
| <p>Equity share capital / total voting capital of the TC before the said acquisition / sale</p> | <p>[SCHEDULE ATTACHED] NUMBER: 11,200,000 EQUITY SHARES OF RS. 2/- EACH. AMOUNT: 22,400,000/-</p> | | |
| <p>Equity share capital / total voting capital of the TC after the said acquisition / sale</p> | <p>NUMBER: 11,200,000 EQUITY SHARES OF RS. 2/- EACH. AMOUNT: 22,400,000/-</p> | | |
| <p>Total diluted share/voting capital of the TC after the said acquisition</p> | <p>NUMBER: 11,200,000 EQUITY SHARES OF RS. 2/- EACH. AMOUNT: 22,400,000/-</p> | | |

(*) 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. - *The paid up share capital of the company is as per published quarterly results 31st March 2015.*

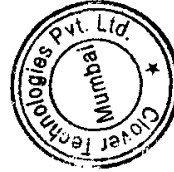
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Clover Technologies Pvt. Ltd.



Authorised Signatory

Signature of the Authorised Signatory

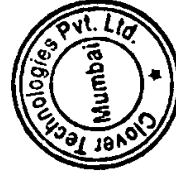


Place: Mumbai

Date: 22-07-2015

SCHEDULE

Clover Technologies Pvt Ltd



| Sr.no. | date | op balance | sold | cl qty. | % of holding | sale value | BSE / NSE | Avg Rate | |
|--------------|------------|------------|--------|-----------|--------------|------------|----------------|----------|-----|
| | | | | | | | | | Rs. |
| 1 | 24.04.2015 | 1,588,772 | 3,267 | 1,585,505 | 14.1563 | 325,892 | BSE | 99.75 | |
| 2 | 07.05.2015 | 1,585,505 | 749 | 1,584,756 | 14.1496 | 70,348 | BSE | 93.92 | |
| 3 | 20.05.2015 | 1,584,756 | 827 | 1,583,929 | 14.1422 | 75,895 | BSE | 91.77 | |
| 4 | 15.06.2015 | 1,583,929 | 16,567 | 1,567,362 | 13.9943 | 1,489,250 | BSE | 89.89 | |
| 5 | 22.06.2015 | 1,567,362 | 3,610 | 1,563,752 | 13.9621 | 324,856 | BSE | 89.99 | |
| 6 | 23.06.2015 | 1,563,752 | 3,160 | 1,560,592 | 13.9339 | 283,881 | BSE | 89.84 | |
| 7 | 24.06.2015 | 1,560,592 | 5,921 | 1,554,671 | 13.8810 | 534,674 | BSE | 90.30 | |
| 8 | 25.06.2015 | 1,554,671 | 6,015 | 1,548,656 | 13.8273 | 535,669 | BSE | 89.06 | |
| 9 | 26.06.2015 | 1,548,656 | 7,028 | 1,541,628 | 13.7645 | 625,950 | BSE | 89.07 | |
| 10 | 29.06.2015 | 1,541,628 | 5,463 | 1,536,165 | 13.7158 | 482,343 | BSE | 88.29 | |
| 11 | 30.06.2015 | 1,536,165 | 15,713 | 1,520,452 | 13.5755 | 1,368,445 | BSE | 87.09 | |
| 12 | 01.07.2015 | 1,520,452 | 4,032 | 1,516,420 | 13.5395 | 360,409 | BSE | 89.39 | |
| 13 | 02.07.2015 | 1,516,420 | 16,874 | 1,499,546 | 13.3888 | 1,576,346 | BSE | 93.42 | |
| 14 | 03.07.2015 | 1,499,546 | 9,199 | 1,490,347 | 13.3067 | 880,571 | BSE | 95.72 | |
| 15 | 06.07.2015 | 1,490,347 | 5,100 | 1,485,247 | 13.2611 | 479,538 | BSE | 94.03 | |
| 16 | 07.07.2015 | 1,485,247 | 10,592 | 1,474,655 | 13.1666 | 960,241 | BSE | 90.66 | |
| 17 | 08.07.2015 | 1,474,655 | 2,087 | 1,472,568 | 13.1479 | 186,983 | BSE | 89.59 | |
| 18 | 09.07.2015 | 1,472,568 | 26,360 | 1,446,208 | 12.9126 | 2,379,809 | BSE | 90.28 | |
| 19 | 13.07.2015 | 1,446,208 | 15,846 | 1,430,362 | 12.7711 | 1,462,432 | BSE | 92.29 | |
| 20 | 14.07.2015 | 1,430,362 | 33,932 | 1,396,430 | 12.4681 | 3,037,510 | BSE | 89.52 | |
| 21 | 16.07.2015 | 1,396,430 | 16,621 | 1,379,809 | 12.3197 | 1,476,499 | BSE | 88.83 | |
| 22 | 17.07.2015 | 1,379,809 | 5,645 | 1,374,164 | 12.2693 | 527,833 | BSE | 93.50 | |
| 23 | 20.07.2015 | 1,374,164 | 24,789 | 1,349,375 | 12.0480 | 2,312,183 | BSE | 93.27 | |
| Total | | | | | | | 239,397 | | |