702 VASTU, 7<sup>th</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

Date: 07 November, 2016

Department of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Dear Sir/Madam,

## Re: Intimation under Regulation 10(5) of Takeover Regulations

The persons belonging to Promoter and Promoter Group of GI Engineering Solutions Limited ("GI" or "Target Company") and their respective shareholding are reproduced herein below:

Promoter & Promoter Group	% of shareholding as
	on September 30, $2016^1$
Mr. Sohel Malik	20.49
Mr. Sajid Malik	1.46
Mrs. Saroja Malik	1.40
Kilam Holdings Limited	16.01
Kadam Holding Limited	0.06

Kilam Holdings Limited ("Kilam") is one of the Promoters of the Target Company. The shares of Kilam were held by Mr Sohel Malik, a promoter the Target Company.

On November 6, 2015, Mr Sohel Malik transferred, by way of gift, (only) the economic interest in 99.99% of the shares of Kilam held by him to his brother, the undersigned, Mr Sajid Malik. On August 29, 2016, Mr Sohel Malik transferred, by way of gift, the economic interest in the remaining 1 (one) share representing 0.01% (negligible) of the shares of Kilam to me.

On August 29, 2016, Mr Sohel Malik transferred all shares in Kilam to me, in which economic interest had already been transferred (*refer the paragraph above*), in entirety and the Board of Directors of Kilam was reconstituted as follows:

Directors

Sohel Malik

Prakash Shimadry

Ashvin Rishiraj Aukhjee

Date of Appointment

April 16, 1999

August 29, 2016

August 29, 2016

The total shareholding in the Target Company of the Promoter Group as well as me individually; with persons acting in concert, had not undergone any change because of my acquisition of shares of Kilam as detailed above. Likewise, the control over the Target Company had also remained unchanged. However, as a matter of abundant caution, a disclosure under Regulation 29 of the Takeover Regulations was filed by me on October 21, 2016.

<sup>&#</sup>x27;As reflected on the website of BSE Limited, where the shares of the Target Company are listed.

702 VASTU, 7<sup>th</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

Mr Sohel Malik now intends to transfer, by way of gift, 1,93,223 (2.24%) equity shares held by him in the Target Company to his brother, the undersigned Sajid Malik. This transfer of shares will be pursuant to Regulation 10(1)(a)(ii) of the Takeover Regulations, i.e. *inter-se* transfer of shares between Promoters. I am, therefore, filing this form under Regulation 10(5) of the Takeover Regulations. Simultaneously, Mr Sohel Malik will resign from the Board of Kilam.

The pre-transfer and post-transfer shareholding of the Promoter Group of the Target Company will be as follows:

Pre-Transfer Sharehold	ing	Post-Transfer Shareholding		
Promoter & Promoter % of		Promoter & Promoter	% of shareholding	
Group	shareholding	Group		
Mr. Sohel Malik	20.49	Mr. Sohel Malik	0.01	
Mr. Sajid Malik	1.46	Mr. Sajid Malik	3.70	
Mrs. Saroja Malik	1.40	Mrs. Saroja Malik	19.64	
Filam Holdings Limited	16.01	Kilam Holdings Limited	16.01	
Radam Holding Limited	0.06	Kadam Holding Limited	0.06	

Please acknowledge receipt of the same and take the disclosure on record.

Yours faithfully,

Sajid Siraj Malik

Enclosed as above

702 VASTU, 7<sup>th</sup> Floor, Bandstand, Bandra (West), Mumbai – 400 050

# <u>Disclosure under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of the Takeover Regulations</u>

1.	Name of the Target Company (TC)	GI Engineering Solutions Limited
2.	Name of the Acquirer(s)	Mr. Sajid Siraj Malik
3.		Yes, the Acquirer is the promoter of the Target
	of the Target Company prior to the	
	transaction. If not, nature of	
	relationship or association with the	
	Target Company or its promoters	
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Sohel Siraj Malik, a promoter
	b. Proposed date of acquisition	12 November, 2016
	c. Number of shares to be acquired	Mr. Sajid Malik - 1,93,223 shares
	from each person mentioned in	
	4(a) above	
	d. Total shares to be acquired as % of	Mr. Sajid Malik – 2.24%
	share capital of TC	
	e. Price at which shares are proposed	Nil – As the transfer is pursuant to gift from one
	to be acquired	brother to his brother.
	f. Rationale, if any, for the proposed	Internal Family Arrangement
	transfer	
5.	Relevant sub-clause of regulation	Sub-clause (ii) of Regulation 10(1)(a)
	10(1)(a) under which the acquirer is	
	exempted from making open offer	
6.		[NA, as the shares will be transferred by way of
	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.	
	determined in terms of clause (e) of	gift
	sub-regulation (2) of regulation 8.	[NA, as the shares will be transferred by way of
Ŭ.	Declaration by the Acquirer, that the	
	acquisition price would not be higher by	gift]
	more than 25% of the price computed in	
	point 6 or point 7 as applicable.	i. It is hereby declared by the Acquirer that the
J 9.	i. Declaration by the Acquirer, that the	1. It is hereby declared by the Acquirer that the

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

transferor and transferee have complied
(during 3 years prior to the date of
proposed acquisition) / will comply
with applicable disclosure requirements
in Chapter V of the Takeover
Regulations, 2011 (corresponding
provisions of the repealed Takeover
Regulations, 1997)

transferor and the transferee have complied (during 3 years prior to the date of proposed acquisition) and/or will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997).

ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.

ii. The disclosures made by the transferor and the transferee are enclosed in <u>Annexure-1</u>

10. Declaration by the Acquirer that all conditions specified under Regulation 10(1)(a) with respect to exemptions has been duly complied with.

It is hereby declared by the Acquirer that all conditions specified under Regulation 10(1)(a) with respect to exemptions has been duly complied with.

	en duly complied with.	compilea			
11. Sh	areholding details	Before the	proposed	After the p	proposed
		transa	ction	transa	ction
		No. of	% w.r.t	No. of	% w.r.t
		shares	total	shares	total
		/voting	share	/voting	share
		rights	capital	rights	capital of
			of TC		TC
a.	Acquirer(s) and PACs (other than				
1	sellers)(*)				
	Acquirer:				
	Mr. Sajid Malik	1,25,772	1.46%	3,18,995	3.70%
	Kilam Holdings Limited	13,78,405	16.01%	13,78,405	16.01%
		15,04,177	17.47%	16,97,4()0	19.71%
	PACs with Mr. Sajid Malik	1,26,000	1.46%	16,96,777	19.70%
	(excluding Mr. Sohel Malik)				
	Total	16,30,177	18.93%	33,94,177	39.41%
	(Please refer to <u>Annexure-2</u> )				
b.	Seller(s) [Transferor   Donor]	17,65,000	20.49%	1000	0.01%
	(Please refer to <u>Annexure-2</u> )				

702 VASTU, 7<sup>th</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

Signature of Acquirer/Authorized Signatory:

Place: Mumbai

Date: 07 November, 2016

### 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

## SAJID MALIK

ANNEXURE - 1 (WRT ACQUIRER/TRANSFEREE)

702, Vastu, 7<sup>th</sup> floor, Bandstand, B.J.Road, Bandra (West), Mumbai-400 050

April 03, 2014

National Stock Exchange of India Limited Exchange Plaza,

Bandra-Kurla Complex, Bandra (East),

Mumbai - 400 051

Ph: 26598235, Fax: 26598237/38

Dear Sir,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Symbol: GISOLUTION

We are enclosing herewith the details of Shareholding of Promoters of GI Engineerig Solutions Limited as on March 31, 2014 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

We request you to take the same on your record.

Thanking You,

Yours Faithfully,

SAJID MANK PROMOTER

GI ENGINEERING SOLUTIONS LIMITED

Encl: As Above



# Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

	Name of the Target Company (TC)	GIENGINEERIN	GSULUTIONS	
-	Complete Teachango(c) where.	1. BSE Limited	vo t	a Timited
	the shares of the TC are listed	2. National Stock	Exchange or indi	a Lillince
	Particulars of the shareholder(s):			
•	Name of person(s) with person acting in			
•	concert (PAC) whose total holding		-	
	(including that in the form of shares,	`		
	warrants, convertible securities and any			
	other instrument that would entitle the			
	holder to receive shares in the TC) is more			
	than 25% of the share or voting rights of	_		<u>.</u>
	the TC.		•	;
	. Or			
b.	Name(s) of promoter(s), member of the	1. Sajid Malik		
	promoter group and PAC with him.	2. Saroja Malik		
		3. Sohel Malik		:
		4. Kilam Holding		! !
		5. Kadam Holdin	ig Limited	c o u i k Kalila
	į.	6. Mrs. Saroja Ma	alik jointly with M	ir. Sajia Mank
	·		% w.r.t. total	% of total diluted
	, and the state of	<i>c</i>	share/voting	share/voting
4.	Particulars of the shareholding of	Number	capital	capital of TC
	person(s) mentioned at (3) above	-		(*)
			applicable 1.46%	N.A.
TY	Sajid Malik	1,25,772		N.A.
11	Saroja Malik	1,20,239		
		17,65,000		NIA
IV	T I I I I I I I I I I I I I I I I I I I	13,78,405		I NI A
1 Y	() Kadam Holding Limited	5,061	0.06%	T N . C L .
V	Mrs. Saroja Malik jointly with M	r. 700	0.01%	N.A.
V	(I) Sajid Malik			
Δ	As on March 31 of the year, holding of:			
	· · · · · · · · · · · · · · · · · · ·	33,95,177	39.42%	N.A.
2	a) Shares			
1	b) Voting Rights (otherwise than by shares	<del>)</del>		
`	c) Warrants,			

d) Convertible Securities	
e) Any other instrument that would entitle	
the holder to receive shares in the TC.	

(\*) 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.

### Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(Signature of Authorized Signatory):

SAND MALIK

Place: Mumbai

Date: April 01, 2014

702 VASTU, 7TH FLOOR, BANDSTAND, B. J. ROAD, BANDRA (WEST), MUMBAI - 400 050

April 03, 2015

To,

National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Ph: 26598235, Fax: 26598237/38

Dear Sirs,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Symbol: GISOLUTION

We are enclosing herewith the details of Shareholding of Promoters of GI Engineering Solutions Limited as on March 31, 2015 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

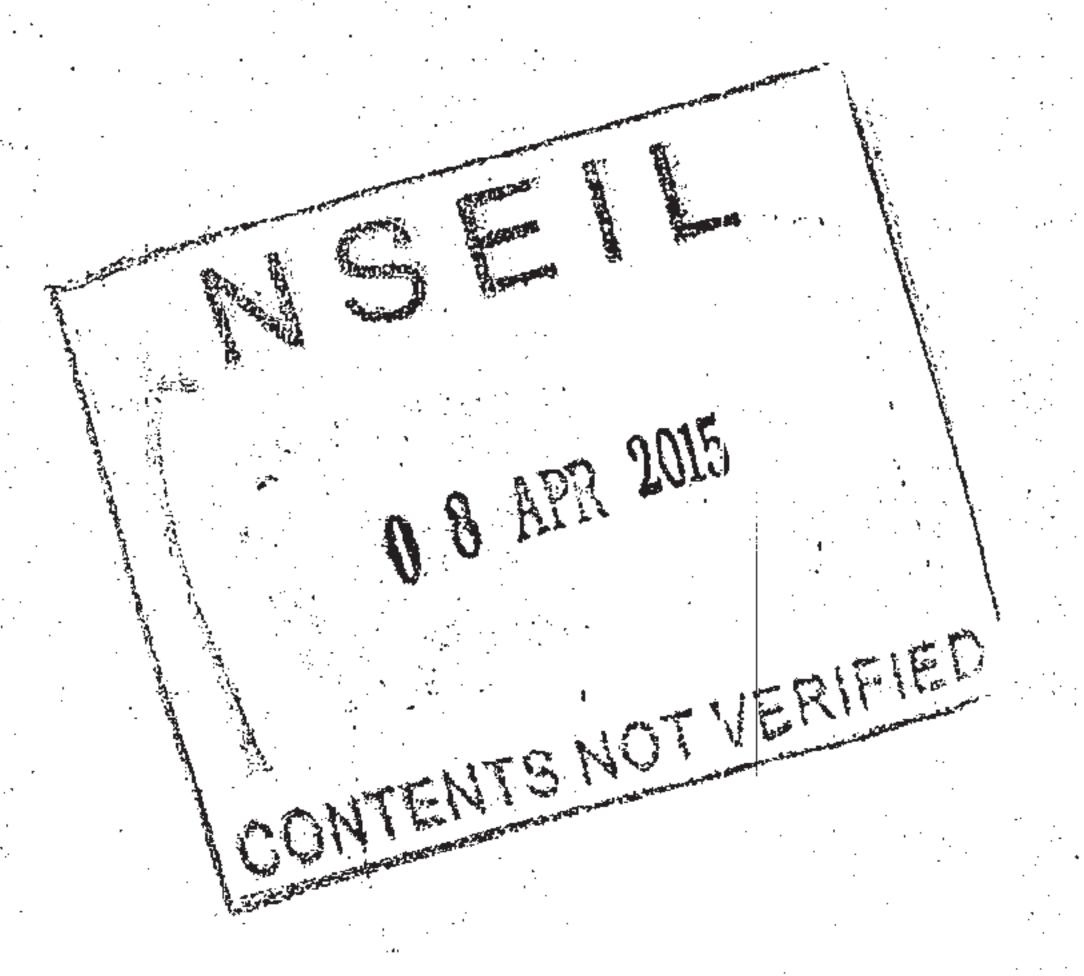
We request you to take the same on your record.

Thanking You,

Yours Faithfully,

SAJID MALIK PROMOTER GI ENGINEERING SOLUTIONS LIMITED (DIN: 00400366)

Encl. As Above



# Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A - Details of Shareholding

		rt A - Details of Shareholding			
	1.	Name of the Target Company (TC)	GI ENGINEE	RING SOLUTIO	ONS LIMITED
	2.	Name(s) of the Stock Exchange(s) where	1. BSE Limite	d	
		the shares of the TC are listed	r	ock Exchange of	India Limited
		Particulars of the shareholder(s):			
,	a.	Name of person(s) with person acting in			
		Concert (PAC) whose total holding			
		(including that in the form of shares,			
		warrants, convertible securities and any			
		other instrument that would entitle the	1		
		holder to receive shares in the TC) is			
	•	more than 25% of the voting rights of the			
		TC.			
		Or			
	b.	Name(s) of promoter(s), member of the	1. Sajid Malik		
	- -	promoter group and PAC with him.	2. Saroja Malik		
			3. Sohel Malik		
-			4. Kilam Holdi		
			5. Kadam Hold		
			6. Mrs. Saroja l	Malik jointly with	n Mr. Sajid
			Malik		
				% w.r.t. total	% of total
	4.	Particulars of the shareholding of	Number of	share/voting	diluted
	-	person(s) mentioned at (3) above	shares	capital	share/voting
				wherever	capital of
-	٠		4 0	applicable	TC (*)
	I.	Sajid Malik	1,25,772	1.46%	
	II.	Saroja Malik	1,20,239	1.40%	
-	III.	Sohel Malik	17,65,000	20.49%	
-	IV.	Kilam Holdings Limited	13,78,405	16.01%	<u> </u>
-	<u>V.</u>	Kadam Holding Limited	5,061	0.06%	N.A.
	VI.	Mrs. Saroja Malik jointly with Mr. Sajid Malik	700	0.01%	N.A.
	Δςς	on March 31 of the year, holding of:			
	ДЭ	of the year, notaling or.			
	a)	Shares			
-   :	/	Voting Rights (otherwise than by shares)	33,95,177	39.42%	N.A.
		Warrants			
	<u>d</u> )	Convertible Securities			
	e)	Any other instrument that would entitle			

that holder to receive shares in the TC			
trial frontact to receive Strates in the			
Total	33,95,177	39.42%	N.A.

### Part-B\*\*

### Name of the Target Company: GI Engineering Solutions Limited

Name(s) of the person and	Whether the person belongs	PAN of the	person and PACs
Persons Acting in Concert	to Promoter/ Promoter Group		
(PAC) with the person			
Sajid Malik	Yes	AAMPM651	0B
Saroja Malik	Yes	AGEPM7814	EQ.
Sohel Malik	Yes	AKMPM534	1C
Kilam Holdings Limited	Yes	AADCK0677	2Q
Kadam Holding Limited	Yes	AADCK0674	ĮJ

SAND MALIK (DIA 00400366)

Place: Mumbai Date: April 01, 2015

### Note

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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 Exchanges but shall not be disseminated.

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, B. J. ROAD, BANDRA (WEST), MUMBAI – 400 050

April 04, 2016

**BSE** Limited

Corporate Relationship Department

P.J. Towers,

Dalal Street, Fort,

Mumbai - 400 001

Ph: 22721233, Fax: 22723121/3719

Scrip Code: 533048

National Stock Exchange of India Ltd.

Exchange Plaza,

Bandra-Kurla Complex,

Bandra (East)

Mumbai - 400 051

Ph: 26598235, Fax: 26598237/38

Symbol: GISOLUTION

Dear Sirs,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

We are enclosing herewith the details of Shareholding of Promoters of GI Engineering Solutions Limited as on March 31, 2016 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

We request you to take the same on your record.

Thanking You,

Yours Faithfully,

SAJID MALIK

PROMOTER

GI ENGINEERING SOLUTIONS LIMITED

(DIN: 00400366)

Encl. As Above

# Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

### Part A - Details of Shareholding

ſ	1. Name of the Target Company (TC)	GIENGINEERIN	IG SOLUTIONS LII	MITED
· -		1. BSE Limited		
			ock Exchange of li	ndia Limited
<mark>-</mark> ا را	3. Particulars of the shareholder(s):			
1.0	a. Name of person(s) with person acting in			
	Concert (PAC) whose total holding	•		•
	(including that in the form of shares,		•	
	warrants, convertible securities and any			-
	other instrument that would entitle the			
	holder to receive shares in the TC) is more			
	than 25% of the voting rights of the TC.			
	Or			
	b. Name(s) of promoter(s), member of the	1. Sajid Malik		
	promoter group and PAC with him.	2. Saroja Malik		
		3. Sohel Malik		
		4. Kilam Holding	gs Limited	
		5. Kadam Holdi	ng Limited	
		6. Mrs. Saroja M	alik jointly with M	r. Sajid Malik
1			% w.r.t. total	% of total
		Marsachartaf	share /voting	diluted
	4. Particulars of the shareholding of	Number of	capital	share/votin
	person(s) mentioned at (3) above	shares	wherever	g capital of
		:	applicable	TC (*)
	I. Sajid Malik	1,25,772	1.46%	N.A.
		1,20,239	1.40%	N.A.
		17,65,000	20.49%	N.A.
-		13,78,405.		<u>N.A.</u>
		5,061	0.05%	N.A.
	V. Kadam Holding Limited  Mrs. Saroja Malik jointly with Mr. Sajid	700	0.01%	N.A.
	VI. Malik	/ 00		
	As on March 31 of the year, holding of:			· · · · · · · · · · · · · · · · · · ·
	AS OH Maith St of the year, holding or			· <b>KT A</b>
	a) Charac	33,95,177	39.42%	N.A.
	a) Shares b) Voting Rights (otherwise than by shares)			
	<del>d) - Convertible Securities</del>			
3	e)—Any other instrument that would entitle			
	that holder to receive shares in the TC			
1	that hour to receive on a series		20.100/	NI A
	Total	33,95,177	<del>_</del>	N.A.

### Part-B\*\*

### Name of the Target Company: GI Engineering Solutions Limited

Name(s) of the person and	Whether the person belongs	PAN of the person and PACs
Persons Acting in Concert	to Promoter/ Promoter	
(PAC) with the person	Group	
Sajid Malik	Yes	AAMPM651.0B
Saroja Malik	Yes	AGEPM7814Q
Sohel Malik	Yes	AKMPM5341C
Kilam Holdings Limited	Yes	AADCK0672Q
Kadam Holding Limited	Yes	AADCK0674J

SAJID MALIK (DIN: 00400366)

Place: Mumbai

Date: April 01, 2016

### Note

- 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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 Exchanges but shall not be disseminated.

702 VASTU, 7TH FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

Date: October 21, 2016

Department of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai 400001

Corporate Office

National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G

Bandra Kurla Complex

Bandra (E) Mumbai 400051

Director
GI Engineering Solutions Limited
73 - A SDF - III
SEEPZ, Andheri E

Mumbai 400096

Dear Sir/Madam,

Re: Disclosure under Regulation 29(1) of Takeover Regulations

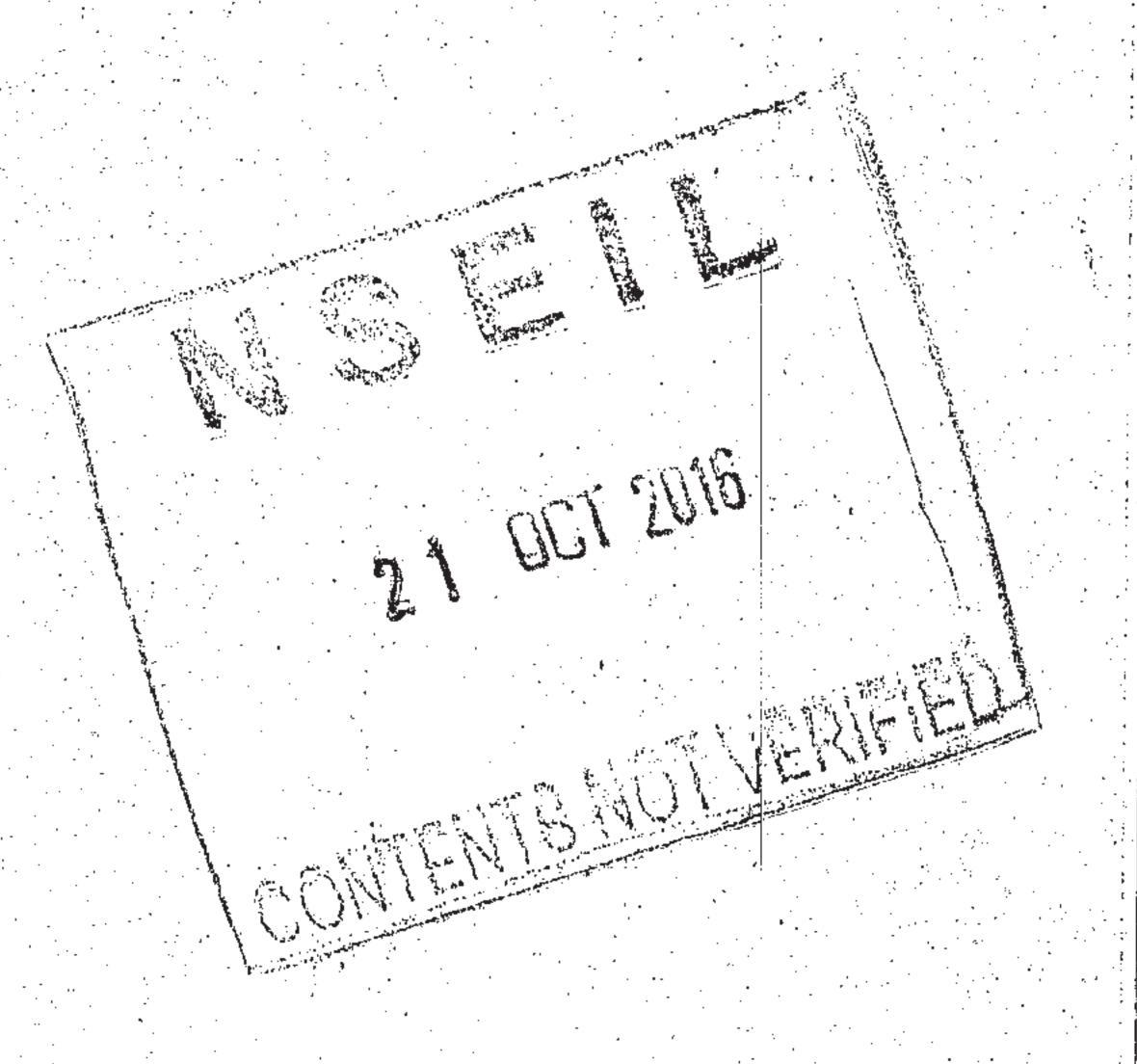
I attach the prescribed disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("*Takeover Regulations*").

Please acknowledge receipt of the same and take the disclosures on record.

Yours faithfully,

Sajid Siraj Malik

Enclosed as above



702 VASTU, 7<sup>th</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

### DISCLOSURE UNDER REGULATION 29(1) OF TAKEOVER REGULATIONS

### Part-A: Details of the Acquisition

	Name of the Target Company (TC)	GI Engineeri	ng Solutions Li	mited (" <i>GI</i> ")
		DI		
		Form as Ann		osed with this
	Name(s) of the acquirer and Persons Acting	NA		
	in Concert (PAC) with the acquirer			
	Whether the acquirer belongs to	NA		
	Promoter/Promoter group			
	Name(s) of the Stock Exchange(s) where the			tional Stock
. }	shares of TC are Listed		India Limited	
-	Details of the acquisition as follows	Number		% W.r.t.
			share/voting capital	total diluted share/voting
			wherever	capital of
			applicable	TC (**)
			(*)	
	Before the acquisition under consideration,	N/A	N/A	N/A
	holding of acquirer along with PACs of:			
	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			
	shares			
li	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)			
	Out of the second of the secon			
{	e) Total $(a+b+c+d)$			
	Details of acquisition:	N/A	N/A	N/A
	a) Shares carrying voting rights acquired			

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

b) VRs acquired 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+/-d)			
After the acquisition, holding of acquirer	N/A	N/A	N/A
along with PACs of:			
a) Shares carrying voting rights			
b) VRs otherwise than by equity 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) after acquisition			
d) Shares in the nature of			
encumbrance(pledge/ lien/ non-disposal			
undertaking/others)			
$\Delta = 0$			
e) Total (a+b+c+d)			
Mode of acquisition (e.g. open market / off-	NA		
market / public issue / rights issue /			
preferential allotment / inter-se transfer etc).			
Salient features of securities acquired	NA		
including time till redemption, ratio at which it			
can be converted into equity shares, etc.			
Date of acquisition of/date of receipt of	NA		
intimation of allotment of			
shares/VR/warrants/convertible securities/any			

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

other instrument that entitles the acquirer to	
receive shares in TC	
Equity share capital / total voting capital of the	Rs. 8,61,18,780 divided into 86,11,878
TC before the said acquisition	Equity Shares of Rs. 10 each.
Equity share capital/total voting capital of the	Rs. 8,61,18,780 divided into 86,11,878
TC after the said acquisition	Equity Shares of Rs. 10 each.
Total diluted share/voting capital of the	Rs. 8,61,18,780 divided into 86,11,878
TC after the said acquisition	Equity Shares of Rs. 10 each.

Part-B: (\*\*\*)

Name of Target Company: GI Engineering Solutions Limited

	<u>and the company of t</u>			<u> </u>		
· .	Name(s) of the	Acquirer and	Whether Acqu	irer belongs to	PAN of the ac	guirer and/or
	PACs with the c	icquirer	Promoter/Pro	moter Group	PACs	
·	NA		NA		NA	

Signature of the Acquirer / Authorised Signatory:

Place: Mumbai

Date: October 21, 2016

(\*) 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.

(\*\*) 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.

(\*\*\*) To be disclosed to the stock exchanges but shall not be disseminated

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

### 'ANNEXURE A'

Date: October 21, 2016

Department of Corporate Relations BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400001

Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Director
GI Engineering Solutions Limited
73 - A SDF - III
SEEPZ, Andheri E
Mumbai 400096

Dear Sir/Madam,

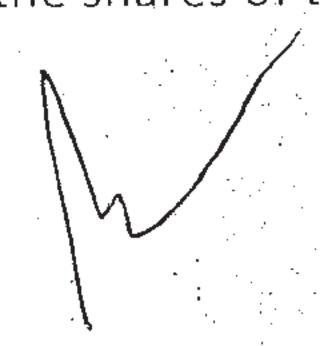
Re: Intimation of acquisition of shares in Kilam Holdings Limited ("Kilam")

1. The persons belonging to Promoters And Promoter Group of GI Engineering Solutions Limited ("*Target Company*") and their respective shareholding are reproduced herein below:

Promoter & Promoter Group	% of shareholding as on June 30, 2016 <sup>1</sup>
Mr. Sohel Malik	20.49
Mr. Sajid Malik	1.46
Mrs. Saroja Malik	1.40
Kilam Holdings Limited	16.01
Kadam Holding Limited	0.06

- 2. Mr. Sohel Malik held 100 (one hundred) percent of the total paid-up share capital of Kilam.
- 3. On November 06, 2015, Mr. Sohel Malik transferred by way of gift, the economic interest in 99.99% of the shares of Kilam held by him to his brother to Mr. Sajid Malik.

<sup>&</sup>lt;sup>1</sup>As reflected on the website of BSE Limited, where the shares of the Target Company are listed.



702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

- 4. On August 29, 2016, Mr. Sohel Malik transferred to Mr. Sajid Malik, by way of gift, the economic interest in the remaining 1 (one) share representing 0.01% (negligible) of the shareholding in Kilam.
- 5. The constitution of the Board of Directors of Kilam, as on November 06, 2015 was as follows:

Directors

Date of Appointment

Sohel Malik April 16, 1999 Gawtam Gokool July 16, 2014

Neeraj Nawaz November 06, 2014

6. On August 29, 2016, Mr. Sohel Malik transferred all the shares in Kilam to Mr. Sajid Malik, in which economic interest had already been transferred (refer to para 3 above), in entirety and consequently the Board of Directors was reconstituted as follows:

Directors

Date of Appointment

Sohel Malik

February 08, 2002

Prakash Shimadry August 29, 2016

Ashvin Rishiraj Aukhjee August 29, 2016

- 7. The total shareholding of the Target Company of the Promoter Group as well as each of the Promoters individually, with persons acting in concert, has not undergone any change. Likewise, the control over the Target Company has remained unchanged.
- 8. In view of paragraph 7 above, we believe no disclosures are required to be made the SEBI Act. However, this disclosure is being made under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, merely by way of abundant caution.

Yours faithfully,

Salid Sinaj Malil

### SAJID MALIK

ANNEXURE - 1 (Contal-)

(WIT TRANSFEROR)

702, Vastu, 7th floor,

Bandstand, B.J.Road,

Bandra (West),

Mumbai-400 050

April 03, 2014

National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Ph: 26598235, Fax: 26598237/38

Dear Sir,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Symbol: GISOLUTION

We are enclosing herewith the details of Shareholding of Promoters of GI Engineerig Solutions Limited as on March 31, 2014 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

We request you to take the same on your record.

Thanking You,

Yours Faithfully,

SAJID MANK PROMOTER

GI ENGINEERING SOLUTIONS LIMITED

Encl: As Above



# Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

I I NIAMO OTTUR TATVELLUMBUM LIVALVI	GI ENGINEERIN	GSOLUTIONS	LIMITED
1. Name of the Target Company (TC)  2. Name(s) of the Stock Exchange(s) where	1. BSE Limited		
the shares of the TC are listed	2. National Stock	Exchange of Ind	ia Limited
3. Particulars of the shareholder(s):			
a) Name of person(s) whose total holding		-	
(including that in the form of shares,			
warrants, convertible securities and any			· ·
other instrument that would entitle the	1		
holder to receive shares in the TC) is			
more than 25% of the share or voting	l .	•	
rights of the TC.			
Or			
b) Name(s) of promoter(s), member of the	1. Sajid Malik		
promoter group and PAC with him.	2. Saroja Malik		
	3. Sohel Malik		
	4. Kilam Holding	s Limited	
	5. Kadam Holdin	g Limited	
	6. Mrs. Saroja Ma		Ir. Sajid Malik
		% w.r.t. total	% of total
$\frac{1}{2} = \frac{1}{2} = \frac{1}$		share/voting	diluted
4. Particulars of the shareholding of person(s)	Number	capital	share/voting capital of TC
mentioned at (3) above		wherever	(*)
į	<u> </u>	anniteanie i	
		applicable	NΙΔ
I) Sajid Malik	1,25,772	1.46%	N.A.
<ul><li>I) Sajid Malik</li><li>II) Saroja Malik</li></ul>	1,20,239	1.46%	N.A.
II) Saroja Malik	1,20,239 17,65,000	1.46% 1.40% 20.49%	N.A. N.A.
II) Saroja Malik III) Sohel Malik	1,20,239 17,65,000 13,78,405	1.46% 1.40% 20.49% 16.01%	N.A. N.A. N.A.
<ul> <li>II) Saroja Malik</li> <li>III) Sohel Malik</li> <li>IV) Kilam Holdings Limited</li> <li>V) Kadam Holding Limited</li> </ul>	1,20,239 17,65,000 13,78,405 5,061	1.46% 1.40% 20.49%	N.A. N.A.
<ul> <li>II) Saroja Malik</li> <li>III) Sohel Malik</li> <li>IV) Kilam Holdings Limited</li> <li>V) Kadam Holding Limited</li> <li>Mrs. Saroja Malik jointly with Mr</li> </ul>	1,20,239 17,65,000 13,78,405 5,061	1.46% 1.40% 20.49% 16.01%	N.A. N.A. N.A.
<ul><li>II) Saroja Malik</li><li>III) Sohel Malik</li><li>IV) Kilam Holdings Limited</li></ul>	1,20,239 17,65,000 13,78,405 5,061	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A.
<ul> <li>II) Saroja Malik</li> <li>III) Sohel Malik</li> <li>IV) Kilam Holdings Limited</li> <li>V) Kadam Holding Limited</li> <li>VI) Mrs. Saroja Malik jointly with Mr</li> <li>Sajid Malik</li> </ul>	1,20,239 17,65,000 13,78,405 5,061	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A.
<ul> <li>II) Saroja Malik</li> <li>III) Sohel Malik</li> <li>IV) Kilam Holdings Limited</li> <li>V) Kadam Holding Limited</li> <li>Mrs. Saroja Malik jointly with Mr</li> </ul>	1,20,239 17,65,000 13,78,405 5,061 700	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A.
<ul> <li>II) Saroja Malik</li> <li>III) Sohel Malik</li> <li>IV) Kilam Holdings Limited</li> <li>V) Kadam Holding Limited</li> <li>VI) Mrs. Saroja Malik jointly with Mr Sajid Malik</li> <li>As on March 31 of the year, holding of:</li> </ul>	1,20,239 17,65,000 13,78,405 5,061 700	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A. N.A.
II) Saroja Malik  III) Sohel Malik  IV) Kilam Holdings Limited  V) Kadam Holding Limited  VI) Mrs. Saroja Malik jointly with Mr  Sajid Malik  As on March 31 of the year, holding of:  a) Shares	1,20,239 17,65,000 13,78,405 5,061 700	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A. N.A.
II) Saroja Malik III) Sohel Malik IV) Kilam Holdings Limited V) Kadam Holding Limited  Wrs. Saroja Malik jointly with Mr Sajid Malik  As on March 31 of the year, holding of:	1,20,239 17,65,000 13,78,405 5,061 700	1.46% 1.40% 20.49% 16.01% 0.06%	N.A. N.A. N.A. N.A. N.A.

- e) Any other instrument that would entitle the holder to receive shares in the TC.
- (\*) 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.

### Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(Signature of Authorized Signatory):

SOHEL MALIK

For KILAM HOLDINGS LIMITED

For KADAM HOLDING LIMITED

SOHEL MALIK DIRECTOR

SOPIEL MALIK DIRECTOR

Place: Mumbai

Date: April 01, 2014

702 VASTU, 7TH FLOOR, BANDSTAND, B. J. ROAD, BANDRA (WEST), MUMBAI 400 050

April 03, 2015

To,

National Stock Exchange of India Limited

Exchange Plaza,

Bandra-Kurla Complex, Bandra (East),

Mumbai - 400 051

Ph: 26598235, Fax: 26598237/38

Dear Sirs,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Symbol: GISOLUTION

We are enclosing herewith the details of Shareholding of Promoters of GI Engineering Solutions Limited as on March 31, 2015 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

We request you to take the same on your record.

Thanking You,

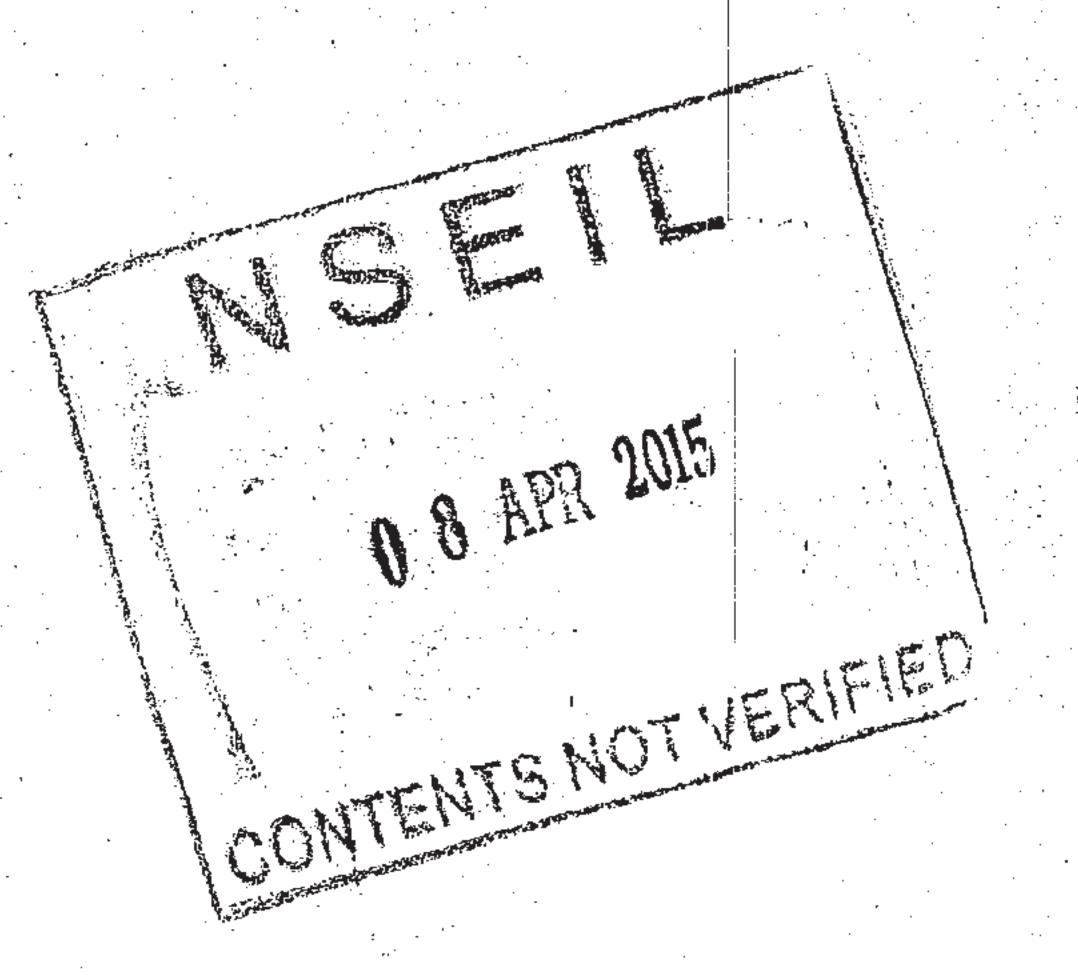
Yours Faithfully,

SAJID MALIK PROMOTER

GI ENGINEERING SOLUTIONS LIMITED

(DIN: 00400366)

Encl. As Above



Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A - Details of Shareholding

Part A - Details of Shareholding			
1. Name of the Target Company (TC)		RING SOLUTION	SLIMITED
2. Name(s) of the Stock Exchange(s) whe			
the shares of the TC are listed	2. National St	ock Exchange of	India Limited
3. Particulars of the shareholder(s):			
c. Name of person(s) with person acting	in		
Concert (PAC) whose total holding	ıg		
(including that in the form of share	s,		
warrants, convertible securities and ar	A 1		0
other instrument that would entitle th			
holder to receive shares in the TC)			
more than 25% of the voting rights of the	ie		
TC.			
Or			
d. Name(s) of promoter(s), member of the			
promoter group and PAC with him.	2. Saroja Malik		
	3. Sohel Malik		
	4. Kilam Holdi		
	5. Kadam Hold		
		Malik jointly with	n Mr. Sajid
	Malik		
		% w.r.t. total	% of total
4. Particulars of the shareholding of	of Number of	share/voting	diluted
person(s) mentioned at (3) above	shares	capital	share/voting
		wherever	capital of
T (1 ** 1 % // 1*1	1 05 770	applicable	TC (*)
I. Sajid Malik	1,25,772	1.46%	N.A.
II. Saroja Malik	1,20,239	1.40%	N.A.
III. Sohel Malik	17,65,000	20.49%	N.A.
IV. Kilam Holdings Limited	13,78,405	16.01%	N.A.
V. Kadam Holding Limited	5,061	0.06%	N.A.
VI. Mrs. Saroja Malik jointly with Mi	700	0.01%	N.A.
Sajia Malik			
As on March 31 of the year, holding of:			
a) Shares			
b) Voting Rights (otherwise than by shares)	33,95,177	39.42%	N.A.
<del>c) Warrants</del>			
d)—Convertible Securities			
e) Any other instrument that would entitle	<b>a</b>		
that holder to receive shares in the TC			

Total	33,95,177	39.42%	N.A.

Name of the Target Company: GI Engineering Solutions Limited

Whether the person belongs	PAN of the person and PACs
Yes	AAMPM6510B
Yes	AGEPM7814Q
Yes	AKMPM5341C
Yes	AADCK0672Q
Yes	AADCK0674J
	Yes Yes Yes

SOHEL MALIK (DIN: 00987676)

For KILAM HOLDINGS LIMITED

For KADAM HOLDING LIMITED

SOHEL MALIK

(DIN: 00987676)

DIRECTOR

SOHEL MALIK DIRECTOR (DIN: 00987676)

Place: Mumbai Date: April 01, 2015

- Note 1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (\*) 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
- (\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

702 VASTU, 7<sup>TH</sup> FLOOR, BANDSTAND, B. J. ROAD, BANDRA (WEST), MUMBAI – 400 050

April 04, 2016

**BSE** Limited

Corporate Relationship Department

P.J. Towers,

Dalal Street, Fort,

Mumbai - 400 001

Ph: 22721233, Fax: 22723121/3719

Scrip Code: 533048

National Stock Exchange of India Ltd.

Exchange Plaza,

Bandra-Kurla Complex,

Bandra (East)

Mumbai - 400 051

Ph: 26598235, Fax: 26598237/38

Symbol: GISOLUTION

Dear Sirs,

Sub: Disclosure of shareholding under regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

We are enclosing herewith the details of Shareholding of Promoters of GI Engineering Solutions Limited as on March 31, 2016 in accordance with the provisions of Regulation 30(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

We request you to take the same on your record.

Thanking You,

Yours Faithfully,

SAJID MALIK

PROMOTER

GI ENGINEERING SOLUTIONS LIMITED

(DIN: 00400366)

Encl. As Above

# Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

### Part A - Details of Shareholding

1. Name of the Target Company (TC)	GIENGINEERI	NG SOLUTIONS L	IMITED
2. Name(s) of the Stock Exchange(s) where	1. BSE Limite	d ,	
the shares of the TC are listed	2. National St	ock Exchange of l	India Limited
3. Particulars of the shareholder(s):			
a. Name of person(s) with person acting in	•		
Concert (PAC) whose total holding			
(including that in the form of shares,			
warrants, convertible securities and any			
other instrument that would entitle the			
holder to receive shares in the TC) is more			
than 25% of the voting rights of the TC.			
Or			
b. Name(s) of promoter(s), member of the	1. Sajid Malik		•
promoter group and PAC with him.	2. Saroja Malik		
	3. Sohel Malik		
	4. Kilam Holdin		
	5. Kadam Holdi	ng Limited	
	6. Mrs. Saroja M	Ialik jointly with M	1r. Sajid Malik
		% w.r.t. total	
	Number of	share /voting	diluted
	shares	capital	share/votin
person(s) mentioned at (3) above			g capital of
		applicable	TC (*)
I. Sajid Malik	1,25,772	1.46%	N.A.
II. Saroja Malik	1,20,239	1.40%	N.A.
III. Sohel Malik	17,65,000	20.49%	N.A.
IV. Kilam Holdings Limited	13,78,405	16.01%	N.A.
V. Kadam Holding Limited	5,061	0.05%	N.A.
Mrs Saroja Malik jointly with Mr. Sajid	700	0.01%	N.A.
VI. Malik	/00.	0.01/0	A 114 AI
As on March 31 of the year, holding of:			
110.011 1.101 011 0 2 0 0 0 0 0 0 0 0 0 0 0 0 0 0			
a) Shares	33,95,177	39.42%	N.A.
b) Voting Rights (otherwise than by shares)			
c) Warrants	•		
d) Convertible Securities	•		
e) Any other instrument that would entitle			*1
that holder to receive shares in the TC		<u>.</u>	
that holder to receive shares in the TC		39.42%	* * *

### Part-B\*\*

## Name of the Target Company: GI Engineering Solutions Limited

Name(s) of the person and	Whether the person belongs	PAN of the person and PACs
Persons Acting in Concert (PAC) with the person	to Promoter/ Promoter Group	
Sajid Malik	Yes	AAMPM6510B
Saroja Malik	Yes	AGEPM7814Q
Sohel Malik	Yes	AKMPM5341C
Kilam Holdings Limited	Yes	AADCK0672Q
Kadam Holding Limited	Yes	AADCK0674I

SOHEL MALIK (DIN: 00987676)

For KILAM HOLDINGS LIMITED

For KADAM HOLDING LIMITED

SOHEL MALIK

(DIN: 00987676)

DIRECTOR

SOHEL MALIK
DIRECTOR

(DIN: 00987676)

Place: Mumbai

Date: April 01, 2016

### Note

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(\*) 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 Exchanges but shall not be disseminated.

701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAL - 400 050

Date: October 21, 2016

Department of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Director
GI Engineering Solutions Limited
73 - A SDF - III
SEEPZ, Andheri E
Mumbai 400096

Dear Sir/Madam,

Re: Disclosure under Regulation 29(2) of Takeover Regulations

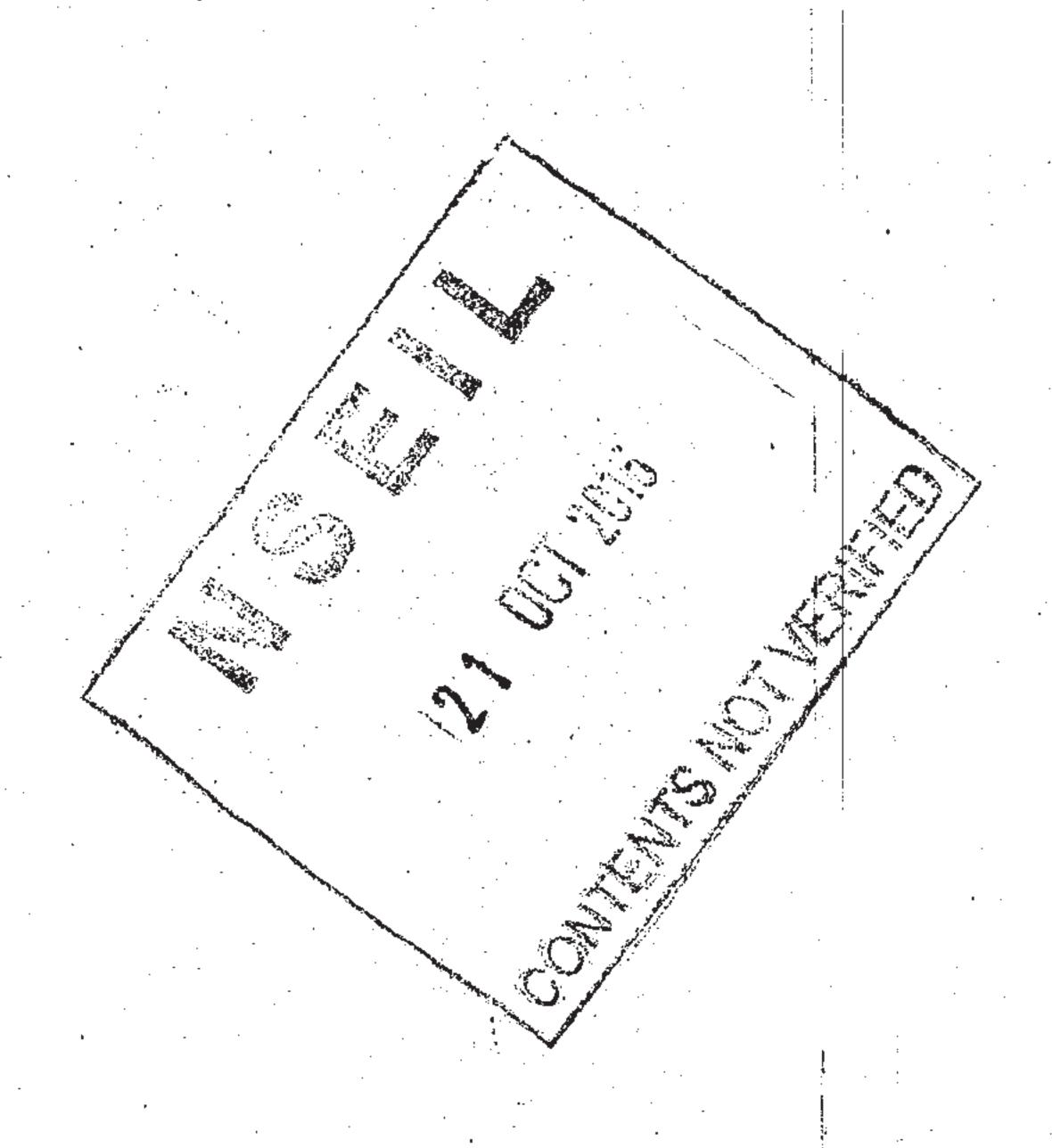
I attach the prescribed disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").

Please acknowledge receipt of the same and take the disclosure on record.

Yours faithfully,

Sohel Siraj Malik

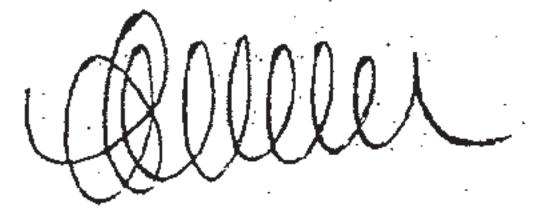
Enclosed as above



701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI – 400 050

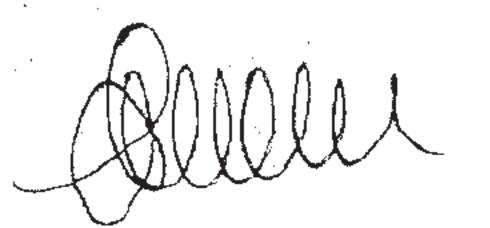
### DISCLOSURE UNDER REGULATION 29(2) OF TAKEOVER REGULATIONS

Name of the Target Company (TC)	GI Engineeri	ng Solutions Li	mited (" $GI$ ")
	Please refer to the note enclosed wit		
	Form as Ann	exure A	
Name(s) of the acquirer and Persons Acting	NA		
in Concert (PAC) with the acquirer		•	
Whether the acquirer belongs to	NA		
Promoter/Promoter group			
	· ·		tional Stock
shares of TC are Listed	, <u> </u>	India Limited	
Details of the acquisition/disposal as follows	Number	% w.r.t. total	% w.r.t.
		share/voting	total diluted
		capital	share/voting
		wherever	capital of
		applicable	TC (**)
Before the acquisition under consideration,	N/A	N/A	N/A
holding of:			
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			
shares			
d) Warrants/convertible securities/any other			
instrument that entitles the acquirer to			
receive shares carrying voting rights in	E		
the TC (specify holding in each			
category)	- · - ·		
		_	
e) Total (a+b+c+d)			» I / A
Details of acquisition/sale:	N/A	N/A	IN/A
a) Shares carrying voting rights acquired/sold			



701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI - 4 00 050

					·, ]
151	ls acquired/sold otherwise than by ares				
	rrants/convertible securities/any other trument that entitles the acquirer to				
rec	eive shares carrying voting rights in TC (specify holding in each				
i	egory) acquired/sold			, , , , , , , , , , , , , , , , , , ,	:
	ares encumbered / invoked/released by acquirer				
e) Tot	tal (a+b+c+/-d)				
After t	he acquisition/sale, holding of:	N/A	N/A	N/A	
	ares carrying voting rights				
b) Sha	ares encumbered with the acquirer				
c) VR	s otherwise than by shares				
	rrants/convertible securities/any other trument that entitles the acquirer to				
the	eive shares carrying voting rights in TC (specify holding in each				
	egory) after acquisition				
	tal (a+b+c+d) of acquisition/sale (e.g. open market /	NΛ			
1	rket / public issue / rights issue / intial allotment / inter-se transfer etc).				
	f acquisition/sale of shares/VR or date ipt of intimation of allotment of shares,	NA			
whiche	ever is applicable				
Equity TC bef	share capital / total voting capital of the ore the said acquisition/sale	Rs. 8,61,18,780 divided into 86,11,878 Equity Shares of Rs. 10 each.			
Equity	share capital/total voting capital of the	Rs. 8,61,18,780 divided into 86,11.878 Equity Shares of Rs. 10 each.			
Total		Rs. 8,61,18,780 divided into 86,11,878			



701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI - 400 050

· ·		
TC after the said acquisition	en Equity S	hares of Rs. 10 each.

Signature of the Acquirer / Seller/ Authorised Signatory:

Place: Mumbai

Date: October 21, 2016

(\*) 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.

(\*\*) 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.

701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI - 400 050

### 'ANNEXURE A'

Date: October 21, 2016

Department of Corporate Relations
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Director
GI Engineering Solutions Limited
73 - A SDF - III
SEEPZ, Andheri E
Mumbai 400096

Dear Sir/Madam,

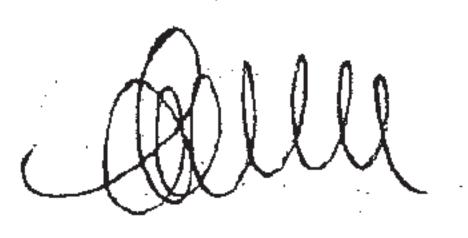
### Re: Intimation of acquisition of shares in Kadam HoldingLimited ("Kadam")

1. The persons belonging to Promoter & Promoter Group of GI Engineering Solutions Limited ("Target Company") and their respective shareholding are reproduced herein below:

Promoter & Promoter Group	% of shareholding as on June 30, 2016 <sup>1</sup>
Mr. Sohel Malik	20.49
Mr. Sajid Malik	1.46
Mrs. Saroja Malik	1.40
Kilam Holdings Limited	16.01
Kadam Holding Limited	0.06

- 2. Mr. Sohel Malik held 100 (one hundred) percent of the total paid-up share capital of Kadam.
- 3. On November 06, 2015, Mr. Sohel Malik transferred by way of gift, the economic interest in 100% of the shares of Kadam held by him to his mother, Mrs. Saroja Malik.
- 4. The constitution of the Board of Directors of Kadam as on November 06, 2015 was as follows:

<sup>1</sup>As reflected on the website of BSE Limited, where the shares of the Target Company are listed.



701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI - 400 050

Directors

Date of Appointment

Noshir M. Chinwalla

February 08, 1999

Sohel Malik

February 08, 2002

Gawtam Gokool

July 16, 2014.

Neeraj Nawaz

November 06, 2014

5. On August 29, 2016, Mr. Sohel Malik transferred all the shares in Kadam to Mrs. Saroja Malik, in which economic interest had already been transferred (refer para above), in entirety and consequently the Board of Directors was reconstituted as follows:

Directors

Date of Appointment

Sohel Malik

February 08, 2002

Prakash Shimadry

August 29, 2016

Ashvin Rishiraj Aukhjee

August 29, 2016

- 6. The total shareholding of the Target Company of the Promoter Group as well as of each Promoter individually, with persons acting in concert, has not undergone any change Likewise, the control over the Target Company has remained unchanged.
- 7. In view of paragraph 6 above, we believe no disclosures are required to be made under the SEBI Act. However, this disclosure is being made under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, merely by way of abundant caution.

Yours faithfully,

Sohel Siraj Malik

701, VASTU, BANDSTAND, B.J.ROAD, PAREIRA ROAD, BANDRA (WEST), MUMBAI -- 400 050

Date: October 21, 2016

Department of Corporate Relations BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400001 Corporate Office
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai 400051

Director
GI Engineering Solutions Limited
73 - A SDF - III
SEEPZ, Andheri E
Mumbai 400096

Dear Sir/Madam,

Re: Disclosure under Regulation 29(2) of Takeover Regulations

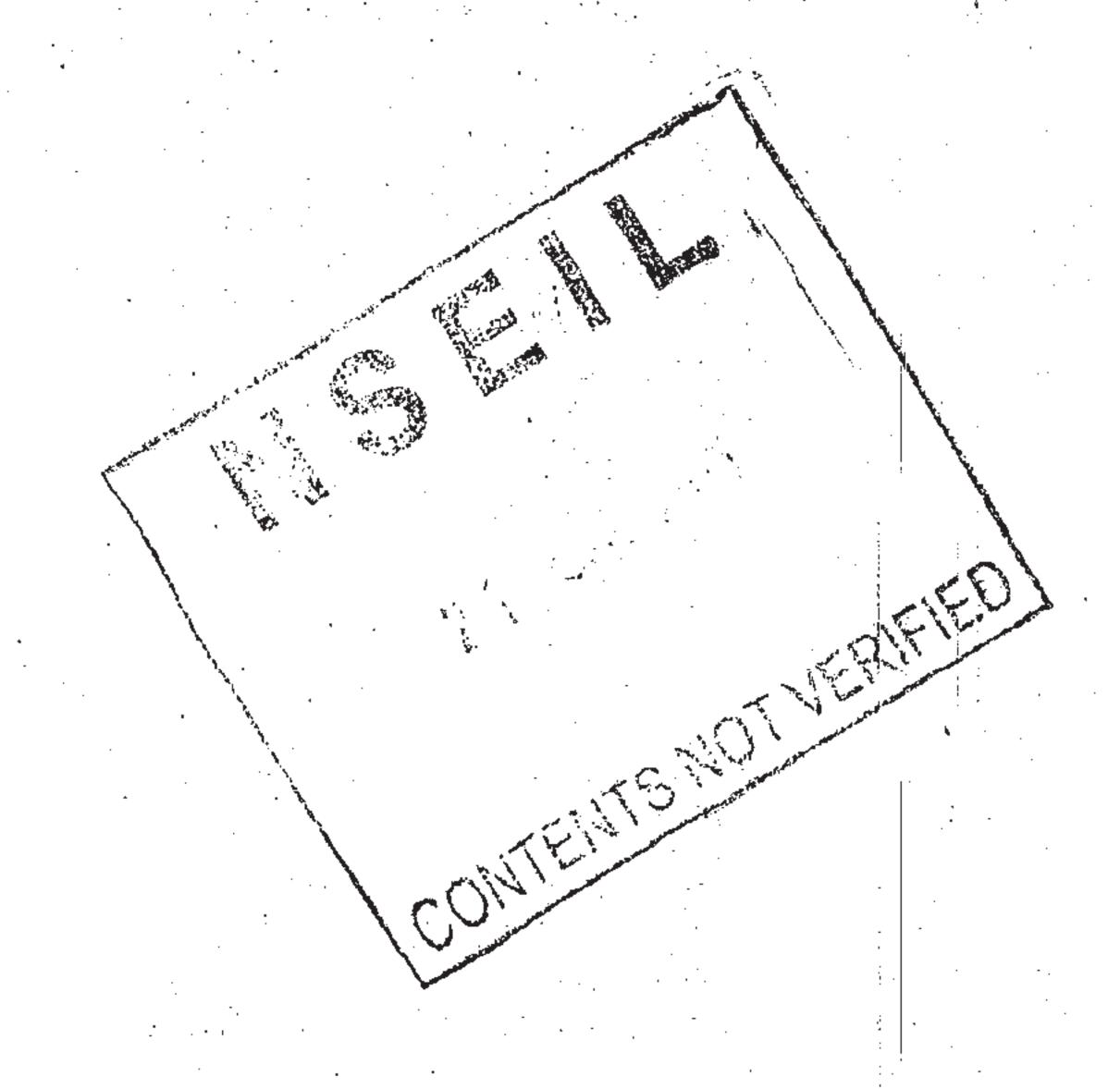
I attach the prescribed disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").

Please acknowledge receipt of the same and take the disclosure on record.

Yours faithfully,

Sobel Sirai Malik

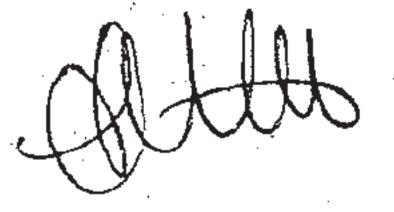
Enclosed as above



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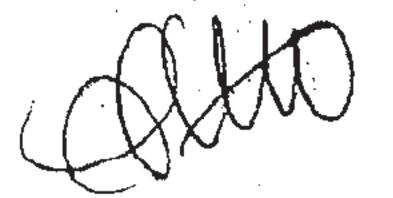
### DISCLOSURE UNDER REGULATION 29(2) OF TAKEOVER REGULATIONS

Name of the Target Company (TC)	Gl Engineering Solutions Limited ("GF")		
	Please refer to the note enclosed with this		
	Form as Annexure A		
Name(s) of the acquirer and Persons Acting	NA		
in Concert (PAC) with the acquirer			
Whether the acquirer belongs to	to NA		
Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the			
shares of TC are Listed	Exchange of l		
Details of the acquisition/disposal as follows	Number	% w.r.t. total	% w.r.t.
	,	share/voting	total diluted
	· ·	capital	share/voting
		wherever	capital of
		applicable	TC (**)
		(*)	
Before the acquisition under consideration,	N/A	N/A	N/A
holding of:			
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			
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+b+c+d)			NI/A
Details of acquisition/sale:	N/A	N/A	N/A
a) Shares carrying voting rights acquired/sold			, , , , , , , , , , , , , , , , , , ,



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		<u></u>	· · · · · · · · · · · · · · · · · · ·
b) VRs acquired/sold otherwise than by shares			
a) Warranta/aanyartibla aaayritiaa/aire athar			
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)			
After the acquisition/sale, holding of:	N/A	N/A	N/A
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 $(a+b+c+d)$			
Mode of acquisition/sale (e.g. open market /	NA		
off-market / public issue / rights issue /			
preferential allotment / inter-se transfer etc).	NTA	·	
Date of acquisition/sale of shares/VR or date	· ·		
of receipt of intimation of allotment of shares,			
whichever is applicable  Equity share capital / total voting capital of the	Rs. 8.61.18.7	80 divided into	86,11,878
TC before the said acquisition/sale	Equity Shares	s of Rs. 10 each.	
Equity share capital/ total voting capital of the	Rs. 8,61,18,780 divided into 86,11,878  Equity Shares of Rs. 10 each.		
TC after the said acquisition/sale	Equity Shares	S OL KS. 10 Cacii	· · · · · · · · · · · · · · · · · · ·
Total diluted share/voting capital of the TC after the said acquisition	Rs. 8,61,18,7 Equity Shares	80 divided into s of Rs. 10 each	86,11,8/8
		-	'



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Signature of the Acquirer-/ Seller/ Authorised Signatory:

Date: October 21, 2016

(\*) 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.

(\*\*) 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.

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### 'ANNEXURE A'

Date: October 21, 2016

Department of Corporate Relations BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street Mumbai 400001 Corporate Office

National Stock Exchange of India Ltd

Exchange Plaza, C-1, Block G

Bandra Kurla Complex

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Director
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Dear Sir/Madam,

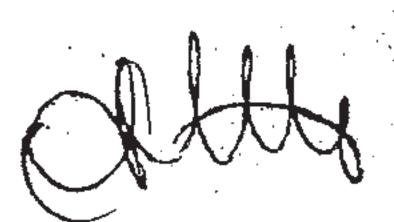
## Re: Intimation of acquisition of shares in Kilam Holdings Limited ("Kilam")

1. The persons belonging to Promoters And Promoter Group of GI Engineering Solutions Limited ("Target Company") and their respective shareholding are reproduced herein below:

Promoter & Promoter Group	% of shareholding as on June 30, 2016 <sup>1</sup>
Mr. Sohel Malik	20.49
Mr. Sajid Malik	1.46
Mrs. Saroja Malik	1.40
Kilam Holdings Limited	16.01
Kadam Holding Limited	0.06

- 2. Mr. Sohel Malik held 100 (one hundred) percent of the total paid-up share capital of Kilam.
- 3. On November 06, 2015, Mr. Sohel Malik transferred by way of gift, the economic interest in 99.99% of the shares of Kilam held by him to his brother to Mr. Sajid Malik.

<sup>&</sup>lt;sup>1</sup>As reflected on the website of BSE Limited, where the shares of the Target Company are listed.



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- 4. On August 29, 2016, Mr. Sohel Malik transferred to Mr. Sajid Malik, by way of gift, the economic interest in the remaining 1 (one) share representing 0.01% (negligible) of the shareholding in Kilam.
- 5. The constitution of the Board of Directors of Kilam, as on November 06, 2015 was as follows:

Directors

Date of Appointment

Sohel Malik

April 16, 1999

Gawtam Gokool

July 16, 2014

Neeraj Nawaz

November 06, 2014

6. On August 29, 2016, Mr. Sohel Malik transferred all the shares in Kilam to Mr. Sajid Malik, in which economic interest had already been transferred (refer to para 3 above), in entirety and consequently the Board of Directors was reconstituted as follows:

Directors

Date of Appointment

Sohel Malik

February 08, 2002

Prakash Shimadry

August 29, 2016

Ashvin Rishiraj Aukhjee

August 29, 2016

- 7. The total shareholding of the Target Company of the Promoter Group as well as each of the Promoters individually, with persons acting in concert, has not undergone any change. Likewise, the control over the Target Company has remained unchanged.
- 8. In view of paragraph 7 above, we believe no disclosures are required to be made the SEBI Act. However, this disclosure is being made under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, merely by way of abundant caution.

Yours faithfully,

Sohel Siraj Malik

702 VASTU, 7<sup>th</sup> FLOOR, BANDSTAND, BANDRA (WEST), MUMBAI – 400 050

Annexure-2
Shareholding Pattern of Promoter and Promoter Group as on September 30, 2016

Name	Before the p	roposed transaction	After the proposed transaction		
	No. of shares	% w.r.t total share	No. of shares	% w.r.t total share	
		capital of TC		capital of TC	
Saroja	1,20,939	1.40%	16,91,716	19.64%	
Siraj Malik					
Sajid Siraj	1,25,772	1.46%	3,18,995	3 70%	
Malik					
Sohel Siraj	17,65,000	20.49%	1000	0.01%	
Malik					
Kadam	5,061	0.06%	5,061	0.06%	
Holding					
Limited					
Kilam	13,78,405	16.01%	13,78,405	16.01%	
Holdings					
Limited					
TOTAL	33,95,177	39.42%	33,95,177	39,42%	

