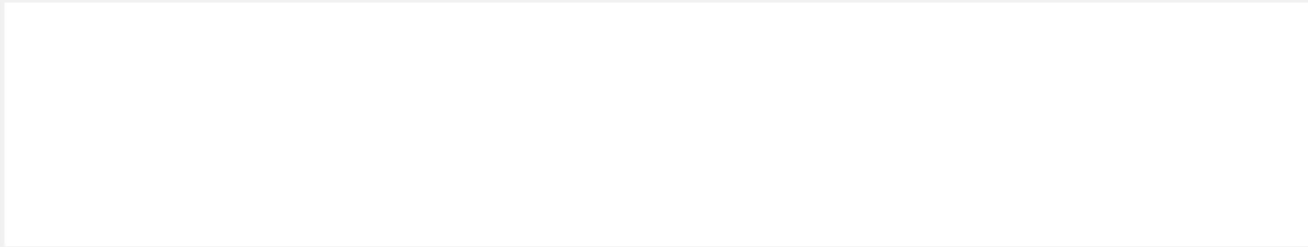


**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|  |                       |   |  |
|--|-----------------------|---|--|
| Name of the Target Company (TC)  | MAHAAN FOODS LIMITED  |   |  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | SITA DEVI             |   |  |
| Whether the acquirer belongs to Promoter/Promoter group  | YES                   |   |  |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed   | BOMBAY STOCK EXCHANGE |   |  |
| 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 (**) |
| <b>Before the acquisition under consideration, holding of :</b>  |                       |   |  |
| a) Shares carrying voting rights   | 126450                | 3.61%   | 3.61%  |
| 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)   | 126450                | 3.61%   | 3.61%  |
| <b>Details of acquisition/sale</b>   |                       |   |  |
| a) Shares carrying voting rights acquired/sold   | 126450                | 3.61%   | 3.61%  |
| 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)   | 126450                | 3.61%   | 3.61%  |



|  |                               |     |     |
|--|-------------------------------|-----|-----|
| <b>After the acquisition/sale, holding of:</b>   |                               |     |     |
| a) Shares carrying voting rights   | NIL                           | NIL | NIL |
| 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 / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).   | INTER-SE TRANSFER             |     |     |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable   | 23.11.2016 & 24.11.2016, / NA |     |     |
| Equity share capital / total voting capital of the TC before the said acquisition / sale   | NA                            |     |     |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale   | NA                            |     |     |
| Total diluted share/voting capital of the TC after the said acquisition  | NA                            |     |     |

(\*) 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.

**Signature of the acquirer / seller / Authorised Signatory**

Name : RANI GARG

Place: NOIDA

Date: 26.11.2016

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