

Date: June 16, 2016

From:

Mr. Kanubhai J Thakkar
29, Ambikanagar Society, Opp. GEB,
Sidhpur - 384151, Gujarat

To,

**(1) The Department of Corporate Services,
BSE Limited,**
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra

**(2) The Listing Compliance Department,
National Stock Exchange of India Limited,**
5th Floor, Exchange Plaza, Bandra (East), Mumbai- 400 051

**(3) The Company Secretary,
Gokul Agro Resources Limited,**
B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola,
Ahmedabad - 380 060, Gujarat.

Dear Sir/Madam,

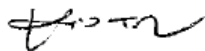
**Sub: Disclosures under Regulation 29(1) and 29(2) of SEBI (SAST)
Regulations, 2011**

Ref : BSE Script Code: 539725; NSE Company Symbol: GOKULAGRO

With reference to the aforesaid subject, I, Mr. Kanubhai Thakkar, hereby submit Disclosures under Regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on your record.

Thanking You.

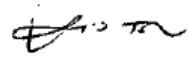


Kanubhai J. Thakkar

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

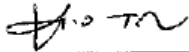
Name of the Target Company (TC)	Gokul Agro Resources Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Mr. Kanubhai Thakkar PAC: 1. Mrs. Hansaben Rajput 2. Mr. Jayesh Thakkar 3. Mr. Dharmendrasinh Rajput 4. Mrs. Manjulaben Thakkar 5. Mrs. Bhikhiben Rajput 6. Mr. Balvantsinh Rajput 7. Shantiniketan Financial Services Private Limited 8. Profitline Securities Private Limited		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India Limited		
Details of the acquisition 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 under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights - Kanubhai Thakkar (Acquirer) - PAC (Composite shareholding of promoters excluding that on acquirer - Refer Annexure) b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) - Kanubhai Thakkar (Acquirer) - PAC c) Voting rights (VR) otherwise than by equity 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)	 15858788 67365984 7500000 7500000 - -	 12.02 51.08 5.685 5.685 - -	 12.02 51.08 5.685 5.685 - -
e) Total (a+b+c+d)	98224772	74.47	74.47



Details of acquisition:			
a) Shares carrying voting rights acquired	4000000	3.03	3.03
b) VRs acquired 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) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	4000000	3.03	3.03
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights - Kanubhai Thakkar (Acquirer) - PAC (Composite shareholding of promoters excluding that on acquirer – Refer Annexure)	19858788 63365984	15.06 48.04	15.06 48.04
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) - Kanubhai Thakkar (Acquirer) - PAC	7500000 7500000	5.685 5.685	5.685 5.685
e) Total (a+b+c+d)	98224772	74.47	74.47
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Inter-se transfer of equity shares amongst promoters		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NOT APPLICABLE		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	15.06.2016		

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Equity share capital / total voting capital of the TC before the said acquisition	Rs. 263790000/- divided into 131895000 equity share of Rs. 2/- each.
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 263790000/- divided into 131895000 equity share of Rs. 2/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 263790000/- divided into 131895000 equity share of Rs. 2/- each.



Kanubhai Thakkar

Place: Ahmedabad

Date: 16.06.2016

Note:

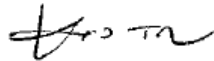
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

Annexure: Shareholding of acquirer and PAC

Shareholding details	Before the proposed transaction		Details of Acquisition/(Sale)		After the proposed transaction	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
Name of the Acquirer:						
1. Kanubhai Thakkar	23358788*	17.71%	4000000	3.03%	27358788*	20.74%
Name of the PAC:						
1. Hansaben Rajput	270000	0.20%	--	--	270000	0.20%
2. Jayesh Thakkar	623765	0.47%	--	--	623765	0.47%
3. Dharmendrasinh Rajput	917704	0.70%	--	--	917704	0.70%
4. Manjulaben Thakkar	18465000	14.00%	--	--	18465000	14.00%
5. Bhikhiben Rajput	18952500	14.37%			18952500	14.37%
6. Balvantsinh Rajput	18574515*	14.08%	(4000000)	3.03%	14574515*	11.05%
7. Shantiniketan Financial Services Pvt. Ltd.	7875000	5.97%			7875000	5.97%
8. Profitline Securities Pvt. Ltd.	9187500	6.97%			9187500	6.97%
TOTAL	98224772	74.47%			98224772	74.47%

* Note: Out of the total shares held, 7500000 shares are pledged / encumbered



Kanubhai Thakkar

Place: Ahmedabad

Date: 16.06.2016