

01.12.2017

From,

Sudarshanabai Deepchand Parakh
Promoter of Poona Dal and Oil Industries Limited
71 – A. Hadapsar Industrial Estate,
Hadapsar, Pune – 411 037

To,

General Manager,
Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street, Mumbai – 400 001

SCRIP Code: 519359 / POONADAL

SUBJECT: Inter-se Transfer of Shares amongst the Promoter Group and relatives

REFERENCE: Intimation under Regulation 10(5) of SEBI (SAST) Regulation, 2011

Respected Sir,

With reference to the subject cited above, this is to inform you that I have entered in a Family Arrangement with all the promoters of the Company. According to the understanding I am in a receipt of Equity Shares from Mr. Jalamchand Kesharchand Parakh, Mrs. Vijayabai Jalamchand Parakh, Mr. Swapnil Jalamchand Parakh and Mrs. Anushree Jalamchand Parakh. According to the family

arrangement the above four family members who also are the promoters of the said company shall be transferring their entire equity holding in my name. The said transfer shall be in the following manner:

Sr. No.	Date of Proposed Transaction (on or after)	Name of Person belonging to promoter group (Transferor)	Name of Acquirer (Transferee)	No. of Shares proposed to be acquired	Reason of Acquisition	Percentage of Holding
1	08.12.2017	Jalamchand Kesharchand Parakh	Sudarshanabai Deepchand Parakh	6,08,400	Inter-Se Transfer among Promoter Group pursuant to Family Arrangement	10.66%
2	08.12.2017	Vijayabai Jalamchand Parakh	Sudarshanabai Deepchand Parakh	2,64,260	Inter-Se Transfer among Promoter Group pursuant to Family Arrangement	4.63%
3	08.12.2017	Swapnil Jalamchand Parakh	Sudarshanabai Deepchand Parakh	3,55,550	Inter-Se Transfer among Promoter Group pursuant to Family Arrangement	6.23%
4	08.12.2017	Anushree Swapnil Parakh	Sudarshanabai Deepchand Parakh	2,53,541	Inter-Se Transfer among Promoter Group pursuant to Family Arrangement	4.44%

This being an Inter-Se transfer of shares amongst promoter group and inter-se relatives, the same falls within the exemptions [Under Regulation 10(1)(a)(i) & 10(1)(a)(ii)] provided under SEBI (SAST) Regulations, 2011. Consequent to the above acquisition, the Equity Shareholding of Mrs. Sudarshanabai Deepchand Parakh (myself) shall increase from 2,73,428 (4.79%) to 17,55,179 (30.75%).

The aggregate holding of promoter and promoter group before and after the above proposed inter-se transaction remains same (as enclosed).

In This connection the necessary disclosure under Regulation 10(5) for the above said acquisition in the prescribed format is enclosed herewith for your kind information and records.

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

1.	Name of the Target Company (TC)	Poona Dal and Oil Industries Limited
2.	Name of the acquirer(s)	Sudarshanabai Deepchand Parakh
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
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Jalamchand Kesharchand Parakh Mrs. Vijayabai Jalamchand Parakh Mr. Swapnil Jalamchand Parakh Mrs. Anushri Swapnil Parakh
	b. Proposed date of acquisition	08.12.2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Mr. Jalamchand Kesharchand Parakh – 6,08,400 Mrs. Vijayabai Jalamchand Parakh – 2,64,260 Mr. Swapnil Jalamchand Parakh – 3,55,550 Mrs. Anushri Swapnil Parakh – 2,53,541
	d. Total shares to be acquired as % of share capital of TC	25.96%
	e. Price at which shares are proposed to be acquired	0 (Zero) (Nil) Inter-se Transfer among promoter group pursuant to Family Arrangement
	f. Rationale, if any, for the proposed transfer	Inter-se Transfer among promoter group pursuant to Family Arrangement
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) and Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011
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.	Rs. 63.87
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
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

* २५ सुदर्शना दीपचंदजी पारख

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			
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			
11.	Shareholding details	Before the proposed transaction		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
a	Acquirer(s) and PACs (other than sellers)(*)				
	Acquirer – Sudarshanabai Deepchand Parakh	273428	4.79%	1755179	30.75%
	PAC – being Promoter and Promoter Group & Immediate Relatives				
	Deepchand Kesharchand Parakh	614810	10.77%	614810	10.77%
	Sunil Deepchand Parakh (HUF)	321110	5.63%	321110	5.63%
	Sunil Deepchand Parakh	286300	5.02%	286300	5.02%
	Sujit Deepchand Parakh	451850	7.92%	451850	7.92%
	Rajashree Sunil Parakh	293710	5.15%	293710	5.15%
	Meera Sujit Parakh	293960	5.15%	293960	5.15%
Suraj Sunil Parakh	300	0.01%	300	0.01%	
	Total holding of Acquirer(s) and PACs (excluding the sellers who also belong to promoter group)	2535468	44.42%	4017219	70.38%
b	Seller (s)				
	Jalamchand Kesharchand Parakh	608400	10.66%	Nil	NA
	Vijayabai Jalamchand Parakh	264260	4.63%	Nil	NA
	Swapnil Jalamchand Parakh	355550	6.23%	Nil	Na
	Anushree Swapnil Parakh	253541	4.44%	Nil	Na
	Total holding of Sellers	1481751	25.96%	Nil	NA

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.

* सा सुदर्शना दिपचंहेजी पारख

POONA DAL AND OIL INDUSTRIES LIMITED
LIST OF PROMOTER GROUP WITH DETAILS OF HOLDING
SHAREHOLDING PATTERN

S. No	Shareholder Name	Details of Shares as on 30.09.2017		Details of Shares as on 01.12.2017		Prior of Interse Transactions as on 08.12.2017		Interse Transactions proposed on or after 08.12.2017		% of Holding after interse promoter transfers on or after 08.12.2017	
		Number of Shares of Rs. 10 each	Percentage Holding	Number of Shares of Rs. 10 each	Percentage Holding	Number of Shares of Rs. 10 each	Percentage Holding				
1	Sunil Deepchand Parakh (huf)	321110	5.63	321110	5.63	321110	5.63			321110	5.63
2	Meera Sujit Parakh	293960	5.15	293960	5.15	293960	5.15			293960	5.15
3	Sunil Deepchand Parakh	286300	5.02	286300	5.02	286300	5.02			286300	5.02
4	Sujit Deepchand Parakh	451850	7.92	451850	7.92	451850	7.92			451850	7.92
5	Sudarshanbai Deepchand Parakh	273428	4.79	273428	4.79	273428	4.79	+1481751	25.96	1755179	30.75
6	Deepchand Kesharchand Parakh	336810	5.90	614810	10.77	614810	10.77			614810	10.77
7	Rajashree Sunil Parakh	293710	5.15	293710	5.15	293710	5.15			293710	5.15
8	Suraj Sunil Parakh	300	0.01	300	0.01	300	0.01			300	0.01
9	Jalamchand Kesharchand Parakh	336700	5.90	608400	10.66	608400	10.66	- 608400	10.66	Nil	NA
10	Swapnil Jalamchand Parakh	355550	6.23	355550	6.23	355550	6.23	- 355550	6.23	Nil	NA
11	Anushree Swapnil Parakh	253541	4.44	253541	4.44	253541	4.44	- 253541	4.44	Nil	NA
12	Vijayabai Jalamchand Parakh	264260	4.63	264260	4.63	264260	4.63	- 264260	4.63	Nil	NA
13	Deepchand Kesharchand Parakh (HUF)	278000	4.87								
14	Jalamchand Kesharchand Parakh (HUF)	271700	4.76								
	Total	4017219	70.38	4017219	70.38	4017219	70.38			4017219	70.38

x सौ. सुहस्रिणी दिपचंदजी पारख .