

UNDER SPEED POST

From :

Date : 24.01.2017

Mayur Gupta

Designated Partner

Delux Associates LLP (Acquirer)

(Formerly : Delux Associates Pvt. Ltd. / Delux Investment Pvt. Ltd.)

Regd. Office :

A-23, New Office Complex

Defence Colony,

New Delhi - 110024

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And

Mrs. Sarla Gupta

On behalf of Promoters and Promoter Group of

IST Limited

Regd. Office :

Dharuhera Industrial Complex,

Delhi Jaipur Highway No. 8

Village Kapriwas

Dharuhera, Distt. Rewari – 123106 (Haryana)

To

The Securities and Exchange Board of India

Plot No. C4-A, 'G' Block, Bandra Kurla Complex

Bandra (East)

Mumbai – 400051

(Maharashtra)

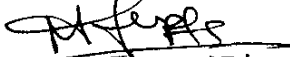
Dear Sir,

**Sub: Inter-se Transfer of shares amongst the Promoter Group
Report under Regulation 10(7) of SEBI (SAST) Regulations, 2011**

Ref: Target Company : IST Limited (BSE Scrip Code : 508807 – IST LTD.)

Enclosed please find herewith Report pursuant to Regulation 10 (7) of SEBI (SAST) Regulations, 2011, pertaining to inter se transfer of shares among the Promoters of IST Limited as per exemption under Regulation 10(a) (ii) of SEBI (SAST) Regulations, 2011.

For Delux Associates LLP

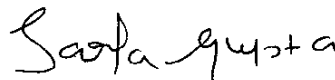


(Mayur Gupta)

Designated Partner

DPIN : 00131376

For and on behalf of Promoter Group of IST Limited



(Mrs. Sarla Gupta)

DIN : 00069053

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A Demand Draft No. 001121 dated 23.01.2017 drawn on HDFC Bank, Green Park Extension, New Delhi – 110016, for Rs.25,000/- (Rupees twenty five thousand only), on account of fees prescribed under SEBI (SAST) Regulation, 2011, is enclosed.

Kindly acknowledge receipt.

For Delux Associates LLP



**(Mayur Gupta)
Designated Partner
DPIN : 00131376**

For and on behalf of Promoter Group of IST Limited



**(Mrs. Sarla Gupta)
DIN : 00069053**

Encl: As above.

Copy for information to:

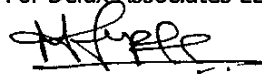
1. ✓ Bombay Stock Exchange Limited
Phiroze Jeejeebhoy towers, Dalal Street
Mumbai – 400 001
(Scrip Code : 508807 – IST LTD)
2. Delhi Stock Exchange Limited
DSE House
3/1, Asaf Ali Road
New Delhi – 110002.
3. IST Limited
Dharuhera Industrial Complex
Delhi-Jaipur Highway No. 8
Village Kapriwas, Dharuhera
Distt. Rewari- 123106 (Haryana)



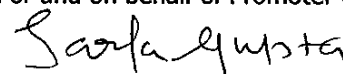
Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

| | | |
|----------|---------------------------------------|--|
| 1 | General Details | |
| | a. | Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.} |
| | | Delux Associates LLP (Formerly: Delux Associates Pvt. Ltd. / Delux Investments Pvt. Ltd.) A-23, New Office Complex, Defence Colony, New Delhi-110024, 011-24694291 istgroup.ho@gmail.com |
| | b. | Whether sender is the acquirer (Y/N) |
| | | YES |
| | c. | If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization) |
| | | N.A. |
| | d. | Name, address, Tel no. and e-mail of sender, if sender is not the acquirer |
| | | N.A. |
| 2 | Compliance of Regulation 10(7) | |
| | a. | Date of report |
| | | 24.01.2017 |
| | b. | Whether report has been submitted to SEBI within 21 working days from the date of the acquisition |
| | | YES |
| | c. | Whether the report is accompanied with fees as required under Regulation 10(7) |
| | | Yes, applicable fees of Rs.25,000/- is enclosed vide DD No.001121 dated 23.01.2017 drawn on HDFC Bank, Green Park Extn. New Delhi Branch in favour of Securities and Exchange Board of India. |
| 3 | Compliance of Regulation 10(5) | |
| | a. | Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed at least 4 working days before the date of the proposed acquisition. |
| | | Yes, intimation / report was sent to Stock Exchanges 4 working days before the date of acquisition under regulation 10(5). Copy of report attached - Annexure-1. |
| | b. | Date of Report |
| | | 11.01.2017. |
| 4 | Compliance of Regulation 10(6) | |
| | a. | Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition. |
| | | Yes, the report was sent to Stock Exchanges within 4 working days of the acquisition under regulation 10(6). Copy of report attached - Annexure-2 |
| | b. | Date of Report |
| | | 19.01.2017 |
| 5 | Details of the Target Company | |
| | a. | Name & address of TC |
| | | IST LIMITED Dharuhera Industrial Complex, Delhi Jaipur Highway No.8, Kapriwas, Dharuhera, Rewari-123106 |

For Delux Associates LLP


(Mayur Gupta)
Designated Partner
DPIN : 00131376

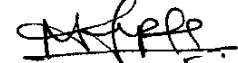
For and on behalf of Promoter Group of IST Limited


(Mrs. Sarla Gupta)
DIN : 00069053



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|----------|-----------------------------------|---|---|-----------------------------------|-----------------------|-----------------------------------|
| | b. | Name of the Stock Exchange(s) where the shares of the TC are listed | Bombay Stock Exchange Delhi Stock Exchange | | | |
| 6 | Details of the Acquisition | | | | | |
| | a. | Date of acquisition | 18.01.2017 | | | |
| | b. | Acquisition price per share (in Rs.) | 765.30 | | | |
| | c. | Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5) | Regulation 3(2) | | | |
| | d. | Shareholding of acquirer/s and PACs individually in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) | Before the acquisition | | After the acquisition | |
| | | | No. of Shares | % w.r.t total share capital of TC | No. of Shares | % w.r.t total share capital of TC |
| | | Name(s) of the Acquirer(s) Delux Associates LLP (Formerly: Delux Associates Pvt. Ltd./ Delux Investments Pvt. Ltd.) | 475 | .008% | 280475 | 4.809% |
| | | PACs: Eastern India Power & Mining Company Pvt. Ltd. | 3,77,352 | 6.47% | 3,77,352 | 6.47% |
| | | Lubetec India Private Limited | 20,002 | 0.34% | 20,002 | 0.34% |
| | | IST technology Infrastructure Private Limited | 1,64,030 | 2.81% | 1,64,030 | 2.81% |
| | | Gupta International Investment Company Limited | 29,13,221 | 49.952% | 29,13,221 | 49.952% |
| | | GPC Technology Limited | 1,68,950 | 2.897% | 1,68,950 | 2.897% |
| | | Galaxy International Hotels Private Limited | 64,006 | 1.098% | 64,006 | 1.098% |
| | | Collective Shareholding of the Acquirer and PACs | 37,08,036 | 63.575% | 39,88,036 | 68.376% |
| | e. | Shareholding of seller/s in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) | Before the acquisition | | After the acquisition | |
| | | | No. of Shares | % w.r.t total share capital of TC | No. of Shares | % w.r.t total share capital of TC |
| | | Name(s) of the seller(s) Smridhi Realty and Trade LLP | 6,65,700 | 11.414% | 3,85,700 | 6.613% |

For Delux Associates LLP



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|--|---|---|---|------------------------|----------------------|
| 7 | Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii) | | | | |
| | a. | Provide the names of the seller/s | Smidhi Realty and Trade LLP | | |
| | b. | Specify the relationship between the acquirer/s and the seller/s. | Both are Promoters | | |
| | c. | Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition | Year - 1 18.01.2016 | Year - 2 18.01.2015 | Year-3 18.01.2014 |
| | | Acquirer/s (*) | 2,71,825 | 2,71,825 | 2,71,825 |
| | | Sellers(*) | 9,55,700 | 9,55,700 | 9,55,700 |
| Shareholding pattern for the quarter ended:- 31.12.2013, 31.03.2014, 31.12.2014, 31.03.2015, 31.12.2015, 31.03.2016 and 31.12.2016 enclosed for reference -Annexure 3. | | | | | |
| | d. | Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations. | Yes we confirm that the acquirer and the seller have been named promoters in the shareholding pattern filed by the company in terms of listing Agreement/Listing regulations or Takeover regulations. Copies of such filling are enclosed - Annexure 3. | | |
| | e. | If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed. | Rs.739.404 per share | | |
| | f. | If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | N.A. | | |
| | g. | Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable | We confirm that the acquisition price of Rs. 765.30 is not higher by more than twenty-five percent of the price as calculated in (e) above. | | |
| | h. | Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed | 11.01.2017 | | |
| | i. | Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same. | Yes, The acquirer hereby declare that both transferor and transferee have complied with the provisions of regulations 29(2) of the Takeover regulations and the requisite disclosures were submitted online on BSE Portal on 19.01.2017 and also sent through Speed Pos, copy enclosed - Annexure - 4. | | |

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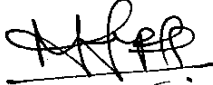
(Mrs. Sarla Gupta)
DIN : 00069053

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| | j. Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemptions has been duly complied with. | The acquirer hereby declare that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemptions has been duly complied with. |
|--|--|---|

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For Delux Associates LLP


(Mayur Gupta)
Designated Partner
DPIN : 00131376

Dated : 24.01.2017
Place : New Delhi

**For and on behalf of Promoter Group
of IST Limited**


(Mrs. Sarla Gupta)
DIN : 00069053

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