

Samagama Holdings And Commercial Private Limited

CIN - U74900TN2016PTC103793

4, Scindia House, New Delhi - 110 001 • Email Id : dapel@dalmiadelhi.com

Scml@dalmiadelhi.com

Date: 20.03.2017

To,
M/s Dalmia Bharat Sugar and Industries Ltd.
Dalmiapuram- 621651
Dist. Tiruchirapalli, Tamil Nadu.

BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block, BandraKurla Complex,
Bandra (E), Mumbai - 400051.

Target Company: Dalmia Bharat Sugar and Industries Ltd.

Sub: Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

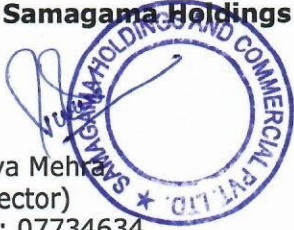
Dear Sir,

Please find enclosed herewith disclosure u/r 10 (6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking You,

Yours faithfully,
For Samagama Holdings and Commercial Private Limited

Purva Mehra
(Director)
DIN: 07734634



SITA INVESTMENT COMPANY LIMITED

CIN : U65993TN1974PLC113557

Corporate Office : 4, Scindia House, New Delhi - 110 001

Ph. : +91-23311514, 23313656, Fax : 011-23325160, E-mail : scml@dalmiadelhi.com

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Dalmiapuram- 621651
Dist. Tiruchirapalli, Tamil Nadu.

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Thanking You,

Yours faithfully,
For Sita Investment Company Limited

M.L. Dujari
(Director)
DIN: 00010043



HINGIRI COMMERCIAL LIMITED

4 – SCINDIA HOUSE, NEW DELHI - 110001

Date: 20.03.2017

To,
M/s Dalmia Bharat Sugar and Industries Ltd.
Dalmiapuram- 621651
Dist. Tiruchirapalli, Tamil Nadu.

BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400001.

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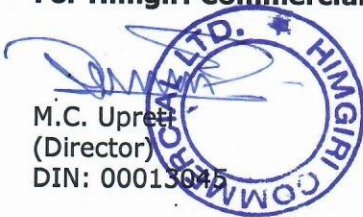
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Thanking You,

Yours faithfully,
For Hingiri Commercial Ltd.

M.C. Upreti
(Director)
DIN: 00013045



M/s Dalmia Bharat Sugar and Industries Ltd.
Dalmiapuram Dist. Tiruchirapalli, Tamil Nadu- 621651

BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block, BandraKurla Complex,
Bandra (E), Mumbai – 400051.

Disclosure under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Dalmia Bharat Sugar and Industries Limited (DBSIL)	
2.	Name of the acquirer(s)	Samagama Holdings and Commercial Pvt. Ltd., Sita Investment Company Ltd. and Himgiri Commercial Ltd.	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer of shares amongst promoters for rationalization of their shareholding	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	The transfers mentioned in clauses (i) to (vii) of point 7(c) below are exempt from making an open offer under Regulation 10(1)(a)(iii) The transfers mentioned in clauses (viii), (ix) and (x) of point 7(c) below are exempt from making an open offer under Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes 07.03.2017	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	i) Ankita Pratisthan Ltd. ii) Keshav Power Ltd. iii)Puneet Trading and Investment Co. Pvt. Ltd. iv) Valley Agro Industries Ltd. v) Shree Nirman Ltd. vi) Shri Gautam Dalmia vii) Mayuka Investment Ltd. viii) Kavita Trading and Investment	Yes



		Company Pvt. Ltd. ix) Shri Jai Hari Dalmia x) Smt. Kavita Dalmia
	b. Date of acquisition	15.03.2017
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	<p>i) Ankita Pratisthan Ltd. transferred 5,829,070 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>ii) Keshav Power Ltd. transferred 3,913,221 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>iii) Puneet Trading and Investment Co. Pvt. Ltd. transferred 9,792,775 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd..</p> <p>iv) Valley Agro Industries Ltd. transferred 3,495 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>v) Shree Nirman Ltd. transferred 125 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>vi) Shri Gautam Dalmia transferred 600,000 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>vii) Mayuka Investment Ltd. transferred 15,736,537 equity shares of DBSIL to Samagama Holdings and Commercial Pvt. Ltd.</p> <p>viii) Kavita Trading and Investment Company Pvt. Ltd. transferred 22,500 equity shares of DBSIL to Himgiri Commercial Ltd.</p> <p>ix) Shri Jai Hari Dalmia transferred 1,395,010 equity shares of DBSIL to Sita Investment Company Ltd.</p> <p>x) Smt. Kavita Dalmia transferred 376,665 equity shares of DBSIL to Sita Investment Company Ltd.</p>
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	46.54%
	e. Price at which shares are proposed to be acquired / actually acquired	Refer Note I



8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	Each Acquirer / Transferee(*): -				
	i. Samagama Holdings and Commercial Pvt. Ltd.	NIL	NIL	35875223	44.32
	ii. Sita Investment Company Ltd.	5876800	7.26	7648475	9.45
	iii. Himgiri Commercial Ltd.	1016335	1.26	1038835	1.28
	Each Seller / Transferor :-				
	i) Ankita Pratisthan Ltd.	5829070	7.20	NIL	NIL
	ii) Keshav Power Ltd.	3913226	4.83	5	0.00
	iii) Puneet Trading and Investment Co. Pvt. Ltd.	9792775	12.10	NIL	NIL
	iv) Valley Agro Industries Ltd.	3500	0.00	5	0.00
	v) Shree Nirman Ltd.	130	0.00	5	0.00
	vi) Gautam Dalmia	751990	0.93	151990	0.19
	vii) Mayuka Investment Ltd.	15736537	19.44	NIL	NIL
	viii) Kavita Trading and Investment Co. Pvt. Ltd.	22500	0.03	NIL	NIL
	ix) Jai Hari Dalmia	1635010	2.02	240000	0.30
	x) Kavita Dalmia	376670	0.47	5	0.00

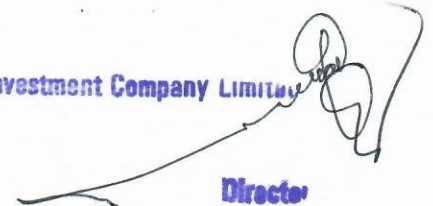
Note:

- (*) Shareholding of each entity shall 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.

For Samagama Holdings and Commercial Private Limited


Director

For Sita Investment Company Limited


Director

For Himgiri Commercial Ltd


Director

Date: 20.03.2017

Place: New Delhi

Note I:

- The equity shares of DBSIL transferred from Ankita Pratisthan Ltd., Keshav Power Ltd., Puneet Trading and Investment Company Private Ltd., Valley Agro Industries Ltd., Shree Nirman Ltd., Shri Gautam Dalmia and Mayuka Investment Ltd., to Samagama Holdings and Commercial Pvt. Ltd. and equity shares of DBSIL transferred from Kavita Trading and Investment Company Pvt. Ltd. to Himgiri Commercial Ltd. above are inter se transfers amongst promoters **without consideration**.
- The equity shares of DBSIL transferred from Shri Jai Hari Dalmia and Smt. Kavita Dalmia to Sita Investment Company Limited mentioned in points 7(c)(ix) and 7(c)(x) above are through block deal at Rs. 181.90 per share at the floor of BSE.