

# SLAB PROMOTERS PRIVATE LIMITED

CIN: U67110DL2016PTC309193

Regd. Office: 2<sup>nd</sup> Floor, 15/76, Old Rajinder Nagar, New Delhi-110060

Email ID: slabpromoters@gmail.com; Phone No. 41539444

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24<sup>th</sup> March, 2017

**National Stock Exchange of India Limited**  
Listing Department  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (East), Mumbai-400051

**BSE Limited**  
Corporate Relations Department  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai-400001

**Scrip Code: 521016**

**NSE Symbol: ICIL**

Dear Sir/Madam

**Sub: Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 ("Takeover Regulations")**

Please find enclosed herewith Disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeover), Regulation, 2011 by Slab Promoters Private Limited.

Kindly take the above information on your records.

Thanking You,

Yours Faithfully,

For Slab Promoters Private Limited  
For **SLAB PROMOTERS PVT. LTD.**

  
**Paresh Kurwa**  
Director  
DIN: 06407195

Director

CC:

Company Secretary & Compliance officer  
Indo Count Industries Limited  
301, Arcadia, Nariman Point,  
Mumbai 400021

**Disclosure 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)	Indo Count Industries Limited ("ICIL")
2.	Name of the acquirer(s)	Slab Promoters Private Limited
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	No  The acquirer is qualifying person under regulation 10(1)(a)(iii) of SEBI (SAST) Regulation, 2011 as it is exclusively controlled by same persons controlling Slab Properties Private Limited, who are also part of Promoters of ICIL.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Slab Properties Private Limited
	b. Proposed date of acquisition	31 <sup>st</sup> March, 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	3,08,325 Equity Shares of Face Value of Rs. 2/- each
	d. Total shares to be acquired as % of share capital of TC	0.16%
	e. Price at which shares are proposed to be acquired	NIL. The equity shares are proposed to be transferred/acquired by way of gift
	f. Rationale, if any, for the proposed transfer	Inter se transfer of shares amongst the qualifying entities for restructuring its operations and investments.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
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.	The shares are transferred by way of gift
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 as the equity shares are proposed to be transferred / acquired by way of gift .
9.	i. Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure	As per Annexure I attached.

For SLAB PROMOTERS PVT. LTD.

*(Signature)*

Director

	requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	As per Annexure I attached.		
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 seller/ transferor) (*) – Slab Promoters Private Limited, Acquirer	Please refer Annexure-II		
b.	Seller (s) – Slab Properties Private Limited			

For Slab Promoters Private Limited  
(For and behalf of Board of Directors)

For SLAB PROMOTERS PVT. LTD.

  
Paresh Chimanlal Kurwa Director  
DIN: 06407195

Date: 24<sup>th</sup> March, 2017

Place: Mumbai

Encl: As above

## SLAB PROMOTERS PRIVATE LIMITED

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Annexure I

### National Stock Exchange of India Limited

Listing Department

Exchange Plaza,

Plot No. C/1, G Block,

Bandra-Kurla Complex

Bandra (East), Mumbai-400051

### BSE Limited

Corporate Relations Department

Phiroze Jeejeebhoy Tower,

Dalal Street,

Mumbai-400001

**Sub: Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 ("Takeover Regulations") in respect of equity shares of Indo Count Industries Limited**

With reference to the captioned subject matter, We, Slab Promoters Private Limited, Acquirer do hereby declare and confirm that:

1. The Transferor & Transferee have complied / will comply with the applicable disclosure requirements as provided in Chapter V of the SEBI (Substantial Acquisition and Takeover) Regulation, 2011.
2. All the conditions specified under Regulation 10(1)(a) (iii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011 with respect to inter se transfer have been duly complied with.

For Slab Promoters Private Limited  
For SLAB PROMOTERS PVT. LTD.

Paresh Kurwa

Director

DIN: 06407195

Director

## Annexure-II

## Shareholding of Acquirer and PAC in INDO COUNT INDUSTRIES LIMITED

S. No.	Names	Before the proposed transaction		After the proposed transaction	
		No. of Shares	% of Voting Rights	No. of Shares	% of Voting Rights
<b>Acquirer(s) and PACs (other than sellers/transferor) (*) (A)</b>					
1.	Slab Promoters Private Limited (Acquirer)	0	0.00%	308325	0.16%
<b>PAC'S</b>					
2.	Shri. Anil Kumar Jain	1867555	0.95%	1867555	0.95%
3.	Smt. Gayatri Devi Jain	6685855	3.39%	6685855	3.39%
4.	Shri. Mohit Kumar Jain	692850	0.35%	692850	0.35%
5.	Smt. Shikha Mohit Jain	5248825	2.66%	5248825	2.66%
6.	Anil Kumar Jain (HUF)	75000	0.04%	75000	0.04%
7.	Smt. Shivani Patodia	2173750	1.10%	2173750	1.10%
8.	Smt. Neha Singhvi	2279130	1.15%	2279130	1.15%
9.	Smt. Sunita Jaipuria	20000	0.01%	20000	0.01%
10.	Rini Investment and Finance Pvt. Ltd.	119100	0.06%	119100	0.06%
11.	Margo Finance Limited	1520020	0.77%	1520020	0.77%
12.	Yarntex Exports Ltd.	2312500	1.17%	2312500	1.17%
13.	Indocount Securities Limited	31041385	15.73%	31041385	15.73%
14.	Swastik Investment Corporation	62002455	31.41%	62002455	31.41%
	<b>SUB TOTAL (A)</b>	<b>116038425</b>	<b>58.79%</b>	<b>116346750</b>	<b>58.95%</b>
<b>Seller(s) (B)</b>					
1.	Slab Properties Private Limited	308325	0.16%	0	0.00%
	<b>SUB TOTAL (B)</b>	<b>308325</b>	<b>0.16%</b>	<b>0</b>	<b>0.00%</b>
	<b>GRAND TOTAL (A+B)</b>	<b>116346750</b>	<b>58.95%</b>	<b>116346750</b>	<b>58.95%</b>

For Slab Promoters Private Limited  
For SLAB PROMOTERS PVT. LTD.

*(Signature)*  
Paresh Kurwa  
Director  
DIN: 06407195

Date: 24<sup>th</sup> March 2017  
Place: Mumbai