

# PRIYANILGIRI HOLDINGS PRIVATE LIMITED

CIN: U251900MH1981PTC024148

Registered Office: Plot No. 410/ 411, Khatau House, Mogul Lane, Mahim (west), Mumbai – 400 016

Date: 31<sup>st</sup> March, 2017

To,  
Bombay Stock Exchange  
Phiroze Jeejebhoy Towers  
Dalal Street  
Mumbai- 400001

Dear Sir,

Sub: Inter se Transfer of Shares amongst Promoter Group – Target Company – Indokem Limited- Scrip Code- 504092

Ref: Intimation under Regulation 10(6) of SEBI (SAST) Regulations, 2011

With reference to the above captioned subject, we being part of Promoter Group of Indokem Limited ("Company"), has acquired 3844959 (15.81%) equity shares of the Company by way of Gift without consideration, from Khatau Leasing and Finance Company Private Limited and Priyamvada Holdings Limited, forming part of the Promoter group, as follows:

S.No	Date of Transaction	Name of the person (belonging to Promoter Group) - Transferor	Name of the person (belonging to Promoter Group- Transferee/Acquirer	No of shares acquired by way of purchase	% of Holding
1.	31.03.2017	Khatau Leasing and Finance Company Private Limited	Priyanilgiri Holdings Private Limited	1340925	5.51%
2.	31.03.2017	Priyamvada Holdings Limited	Priyanilgiri Holdings Private Limited	2504033	10.30%

The proposed transaction, as detailed above, is an 'inter se transfer' of shares in terms of Regulation 10(1)(a) (ii) of the SEBI (SAST) Regulations, 2011. By the virtue of above transfer, the equity shareholding of Priyanilgiri Holdings Private Limited in the Company has increased from 1051971 equity shares (4.32%) to 4896930 equity shares to (20.13%). At the same time, the shareholding of Khatau Leasing and Finance Company has decreased from 1340925 shares (5.51%) to NIL and the shareholding of Priyamvada Holdings Limited has decreased from 2504033 shares (10.29%) to NIL.

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The aggregate of holding of promoter and promoter group before and after the above inter transfer se, shall remain the same (details individually enclosed)

In this connection the necessary disclosure under Regulation 10(6) for the above said acquisition in the prescribed format are enclosed herewith for your kind information and record.

Thanking You.

Yours Sincerely,

For Priyanilgiri Holdings Limited

  
Mahendra K. Khatau \*  
Director  
DIN: 00062794





**Format for 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**

1.	Name of the Target Company (TC)	Indokem Limited			
2.	Name of the acquirer(s)	Priyanilgiri Holdings Private Limited			
3.	Name of the stock exchange where shares of the TC are listed	BSE Ltd.			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer between Promoter Group without consideration			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10 (1) (a) (ii) of SEBI (SAST) Regulations, 2011			
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  - 24/03/2017			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actual made		
	a. Name of the transferor / seller	1. Khatau Leasing & Finance Private Limited ("Khatau") 2. Priyamvada Holdings Limited ("Priyamvada")	Yes		
	b. Date of acquisition	31/03/2017	Yes		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1. Khatau – 1340925 2. Priyamvada - 2504033 Total- 3844958	Yes		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	1. Khatau- 5.51% 2. Priyamvada- 10.30% Total- 15.81%	Yes		
	e. Price at which shares are proposed to be acquired / actually acquired	NIL Inter-se transfer among Promoter Group without consideration as a gift	Yes		
8.	Shareholding details	Pre-Transaction	Post-Transaction		
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a Each Acquirer / Transferee(*)	1051971	4.32%	4896929	20.13%
	b Each Seller / Transferor				
	1. Khatau Leasing & Finance Private Limited	1340925	5.51%	0	0%
	2. Priyamvada Holdings Limited	2504033	10.30%	0	0%

For Priyanilgiri Holdings Private Limited

Place: Mumbai

Date: 05/04/2017

Mahendra K. Khatau  
Authorized Signatory

**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 acquirer.