

# Indokem Limited

(CIN NO. : L31300MH1964PLCO13088)

Registered Office :  
"KHATAU HOUSE", Ground Floor,  
Mogul Lane, Mahim (West),  
Mumbai - 400 016.

Phone : 61236767  
Fax : 61236718  
Website : www.indokem.co.in

Date: 04.04.2017

To,  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Scrip Code: 504092

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir/ Madam,

With reference to the above captioned subject, kindly find enclosed herewith Disclosure made under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format, submitted to the Company by our Promoter Group Companies – MKK Holdings Private Limited & Priyanilgiri Holdings Private Limited, regarding the acquisition of shares (in the form of Gift), as per the details mentioned in the form submitted by them.

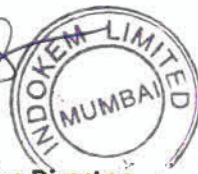
Request you to kindly take the same on records.

Thanking You.

Yours Sincerely,

For Indokem Limited

  
Mahendra K. Khatau  
Chairman and Managing Director  
DIN: 00062794



# MKK HOLDINGS PRIVATE LIMITED

CIN: U65920MH1981PTC024151

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

Date: 31.03.2017

To,  
Indokem Limited  
Plot No. 410/411, Khatau House,  
Mogul Lane, Mahim (West),  
Mumbai – 400 016

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir/ Madam,

With reference to the above captioned subject, kindly find enclosed herewith Disclosure made under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format, with regards to the acquisition of shares (in the form of Gift) required to be submitted to Target Company in order to be disclosed to the Stock exchange. The details of acquisition are as mentioned below.

Name of the person (belonging to Promoter Group)- Transferee/Acquirer	Shareholding prior to Acquisition	Name of the person (belonging to Promoter Group) – Transferor/ Seller	No. of shares transferred/ acquired (as a Gift)	% of shares transferred/ acquired (as a Gift)	Post Acquisition Shareholding
MKK Holdings Private Limited	297809 (1.22%)	Khatau Leasing And finance Company Private Limited	1532486	6.30%	3777877 (15.53%)
		Priyamvada Holdings Limited	1947582	8.01%	
<b>Total</b>	<b>297809</b>		<b>3480068</b>	<b>14.31%</b>	<b>3777877</b>

Request you to kindly take the same on records.

Thanking You.

Yours Sincerely,

For MKK Holdings Private Limited

Mahendra K. Khatau  
Director  
DIN: 00062794



# PRIYANILGIRI HOLDINGS PRIVATE LIMITED

CIN: U51900MH1981PTC024148

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

Date: 31.03.2017

To,  
Indokem Limited  
Plot No. 410/411, Khatau House,  
Mogul Lane, Mahim (West),  
Mumbai – 400 016

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir/ Madam,

With reference to the above captioned subject, kindly find enclosed herewith Disclosure made under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format, with regards to the acquisition of shares (in the form of Gift) required to be submitted to Target Company in order to be disclosed to the Stock exchange. The details of acquisition are as mentioned below.

Name of the person (belonging to Promoter Group)- Transferee/Acquirer	Shareholding prior to Acquisition	Name of the person (belonging to Promoter Group) – Transferor/ Seller	No. of shares transferred/ acquired (as a Gift)	% of shares transferred/ acquired (as a Gift)	Post Acquisition Shareholding
Priyanilgiri Holdings Private Limited	1051971 (4.32%)	Khatau Leasing And finance Company Private Limited	1340925	5.51%	4896930 (20.13%)
		Priyamvada Holdings Limited	2504033	10.30%	
<b>Total</b>	<b>1051971</b>		<b>3844959</b>	<b>15.81%</b>	<b>4896930</b>

Request you to kindly take the same on records.

Thanking You.

Yours Sincerely,

For Priyanilgiri Holdings Private Limited

Mahendra K. Khatau  
Director  
DIN: 00062794



**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A- Details of the Acquisition**

Name of the Target Company (TC)		INDOKEM LIMITED		
Names(s) of the acquirer  and Persons Acting in Concert (PAC) with the acquirer		MKK HOLDINGS PRIVATE LIMITED		
		PRIYANILGIRI HOLDINGS PRIVATE LIMITED		
		VINDHYAPRIYA HOLDINGS PRIVATE LIMITED		
		MAHENDRA KISHORE KHATAU		
		KHATAU HOLDINGS AND TRADING COMPANY PRIVATE LIMITED		
		EMERALD CAPITAL SERVICES PRIVATE LIMITED		
		LEELABAI KISHORE KHATAU		
		ASHA MARINE PRODUCTS PRIVATE LIMITED		
		ASHA MAHENDRA KHATAU		
		ANIL KISHORE KHATAU		
		PRIYA MAHENDRA KHATAU		
		MANISH MAHENDRA KHATAU		
		PRISM PLANTATIONS PRIVATE LIMITED		
		NEOMY ANIL KHATAU		
		ILESHA ANIL KHATAU		
		SHREYA S. SINGHANIA		
		PRIYAMVADA HOLDINGS LIMITED		
	KHATAU LEASING AND FINANCE COMPANY PRIVATE LIMITED			
Whether the acquirer belongs to Promoter/Promoter group		PROMOTER GROUP		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed		BSE LTD.		
Details of the acquisition as follows		Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
Before the acquisition under consideration, holding of acquirer along with PACs of:				
a) Shares carrying voting rights*				
MKK HOLDINGS PRIVATE LIMITED		297809	1.22%	1.22%
PRIYANILGIRI HOLDINGS PRIVATE LIMITED		1051971	4.33%	4.33%
VINDHYAPRIYA HOLDINGS PRIVATE LIMITED		5365296	22.06%	22.06%
MAHENDRA KISHORE KHATAU		1658310	6.82%	6.82%
KHATAU HOLDINGS AND TRADING COMPANY PRIVATE LIMITED		847705	3.49%	3.49%
EMERALD CAPITAL SERVICES PRIVATE LIMITED		388920	1.60%	1.60%
LEELABAI KISHORE KHATAU		80883	0.33%	0.33%
ASHA MARINE PRODUCTS PRIVATE LIMITED		52700	0.22%	0.22%
ASHA MAHENDRA KHATAU		45243	0.19%	0.19%
ANIL KISHORE KHATAU		42393	0.17%	0.17%
PRIYA MAHENDRA KHATAU		38920	0.16%	0.16%
MANISH MAHENDRA KHATAU		35592	0.14%	0.14%
PRISM PLANTATIONS PRIVATE LIMITED		20737	0.08%	0.08%
NEOMY ANIL KHATAU		12500	0.05%	0.05%
ILESHA ANIL KHATAU		5250	0.02%	0.02%
SHREYA S. SINGHANIA		5000	0.02%	0.02%
PRIYAMVADA HOLDINGS LIMITED		0	0.00%	0.00%
KHATAU LEASING AND FINANCE COMPANY PRIVATE LIMITED		0	0.00%	0.00%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)				
VINDHYAPRIYA HOLDINGS PRIVATE LIMITED		2800000	11.51%	11.51%
MKK HOLDINGS PRIVATE LIMITED		200000	0.82%	0.82%
MAHENDRA KISHORE KHATAU		750000	3.08%	3.08%
c) Voting rights (VR) otherwise than by shares		* 0	0.00%	0.00%
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)		0	0.00%	0.00%
e) Total (a+b+c+d)		9949229	40.90%	40.90%
* Shares in the nature of encumbrance (pledge) are already included in the total number of shares carrying voting rights.				

Details of acquisition			
a) Shares carrying voting rights acquired			
<b>MKK HOLDINGS PRIVATE LIMITED</b>	3480068	14.31%	14.31%
<b>PRIYANILGIRI HOLDINGS PRIVATE LIMITED</b>	3844958	15.81%	15.81%
b) VRs acquired /sold otherwise than by shares	0	0.00%	0.00%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	0	0.00%	0.00%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0.00%	0.00%
<b>e) Total (a+b+c+d)</b>	<b>7325026</b>	<b>30.12%</b>	<b>30.12%</b>
<b>After the acquisition holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights*			
<b>MKK HOLDINGS PRIVATE LIMITED</b>	3777877	15.53%	15.53%
<b>PRIYANILGIRI HOLDINGS PRIVATE LIMITED</b>	4896929	20.13%	20.13%
<b>VINDHYAPRIYA HOLDINGS PRIVATE LIMITED</b>	5365296	22.06%	22.06%
<b>MAHENDRA KISHORE KHATAU</b>	1658310	6.82%	6.82%
<b>KHATAU HOLDINGS AND TRADING COMPANY PRIVATE LIMITED</b>	847705	3.49%	3.49%
<b>EMERALD CAPITAL SERVICES PRIVATE LIMITED</b>	388920	1.60%	1.60%
<b>LEELABAI KISHORE KHATAU</b>	80883	0.33%	0.33%
<b>ASHA MARINE PRODUCTS PRIVATE LIMITED</b>	52700	0.22%	0.22%
<b>ASHA MAHENDRA KHATAU</b>	45243	0.19%	0.19%
<b>ANIL KISHORE KHATAU</b>	42393	0.17%	0.17%
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<b>MANISH MAHENDRA KHATAU</b>	35592	0.14%	0.14%
<b>PRISM PLANTATIONS PRIVATE LIMITED</b>	20737	0.08%	0.08%
<b>NEOMY ANIL KHATAU</b>	12500	0.05%	0.05%
<b>ILESHA ANIL KHATAU</b>	5250	0.02%	0.02%
<b>SHREYA S. SINGHANIA</b>	5000	0.02%	0.02%
<b>PRIYAMVADA HOLDINGS LIMITED</b>	0	0.00%	0.00%
<b>KHATAU LEASING AND FINANCE COMPANY PRIVATE LIMITED</b>	0	0.00%	0.00%
b) VRs otherwise than by shares	0	0.00%	0.00%
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	0	0.00%	0.00%
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
<b>VINDHYAPRIYA HOLDINGS PRIVATE LIMITED</b>	2800000	11.51%	11.51%
<b>MKK HOLDINGS PRIVATE LIMITED</b>	200000	0.82%	0.82%
<b>MAHENDRA KISHORE KHATAU</b>	750000	3.08%	3.08%
<b>e) Total (a+b+c+d)</b>	<b>17274255</b>	<b>71.01%</b>	<b>71.01%</b>
* Shares in the nature of encumbrance (pledge) are already included in the total number of shares carrying voting rights.			
Mode of acquisition (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	<b>Inter-se transfer between promoter group</b>		
Salient features of the securities acquired including time till reduction, ratio at which it can be converted into equity	<b>N.A.</b>		
Date of acquisition of / date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive	<b>31.03.2017</b>		
Equity share capital / total voting capital of the TC before the said acquisition	<b>* Rs. 243256000 divided into 24325600 equity shares of Rs. 10 each</b>		
Equity share capital/ total voting capital of the TC after the said acquisition	<b>Rs. 243256000 divided into 24325600 equity shares of Rs. 10 each</b>		
Total diluted share/voting capital of the TC after the said acquisition	<b>Rs. 243256000 divided into 24325600 equity shares of Rs. 10 each</b>		