

29th June, 2017

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Dear Sir/Madam,

Re: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Gokul Agro Resources Limited (Code – 539725)

Please find attached the Disclosures which are required to be made under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to take note of the same on your records.

Yours faithfully,

For Anand Rathi Global Finance Limited


Authorized Signatory



Encl: As above

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION
OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

| | | | |
|--|------------------------------------|---|--|
| Name of the Target Company (TC) | Gokul Agro Resources Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Anand Rathi Global Finance Limited | | |
| Whether the acquirer belongs to Promoter/Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE and NSE | | |
| Details of the acquisition / disposal 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 / disposal under consideration, holding of acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | 87,50,010 | 6.63% | 6.63% |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) | | | |
| c) Voting rights (VR) otherwise than by equity shares | | | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | | | |
| e) Total (a+b+c+d) | 87,50,010 | 6.63% | 6.63% |
| Details of acquisition / sale | | | |
| a) Shares carrying voting rights acquired / sold | 5,00,000 | 0.38% | 0.38% |
| b) VRs acquired otherwise than by equity shares | | | |
| 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 | | | |
| d) Shares encumbered/invoked/released by the acquirer | | | |
| e) Total (a+b+c+/-d) | 5,00,000 | 0.38% | 0.38% |



| | | | |
|---|---|-------|-------|
| <p>After the acquisition / sale, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p> <p>b) VRs acquired/sold otherwise than by equity shares</p> <p>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 acquired/sold</p> <p>d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)</p> <p>e) Total (a+b+c+d)</p> | 82,50,010 | 6.25% | 6.25% |
| Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | Open Market | | |
| Salient features of the securities acquired / sold including time till redemption, ratio at which it can be converted into equity shares, etc. | Equity Shares | | |
| Date of acquisition of / sale of shares, date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | 28 th June, 2017 | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | 13,18,95,000 equity shares of Rs.2/- each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | 13,18,95,000 equity shares of Rs.2/- each | | |
| Total diluted share/voting capital of the TC after the said acquisition / sale | 13,18,95,000 equity shares of Rs.2/- each | | |

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Signature of the seller / Authorised Signatory
For Anand Rathi Global Finance Limited


Authorised Signatory

Place: Mumbai

Date: 29th June, 2017

