

# Regency Ceramics Limited

CIN : L26914TG1983PLC004249

Regd Office: 6-3-1090/A/7, IMS House, 3<sup>rd</sup> Floor, Somajiguda, Hyderabad – 500082

Phone : 040-23319902, 23327555

REF/RCL/SEC/2018:

Date: 26.10.2018

1. National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E),  
MUMBAI - 400051
2. Corporate Relationship Department  
BSE Limited  
25<sup>th</sup> Floor,  
Phiroze Jeejeebhoy Towers  
Dalal Street, MUMBAI- 400 001

Dear Sir / Madam,

**Sub: Continual disclosure under regulation 10(5), 10(6), 29(2) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 - reg.**

With reference to the above, please find enclosed Format for Disclosures under regulation 10(5), 10(6), 29(2) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

This is for your information and records.

Thanking you,

Sincerely yours

  
Authorised Sginatory

Encl: a/a.

# Sarojini Gudaru

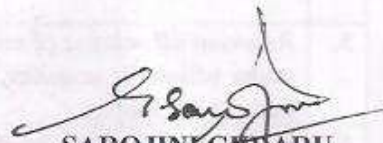
VILLA NO.14,  
BOLLENENI HOMES,  
SAI NAGAR, AYYAPPA SOCIETY,  
MADHAPUR, CYBERABAD,  
HYDERABAD -500 086

**Format for Disclosures 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)  | REGENCY CERAMICS LIMITED                            |
| 2. | Name of the acquirer(s)  | Sarojini Gudaru                                     |
| 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   | Yes   |
| 4. | Details of the proposed acquisition  |   |
| a. | Name of the person(s) from whom shares are to be acquired  | Regecny Farms Pvt Limited                           |
| b. | Proposed date of acquisition   | On or after 22 <sup>ND</sup> October, 2018          |
| c. | Number of shares to be acquired from each person mentioned in 4(a) above   | 1570000 equity shares of face value of Rs.10/- each |
| d. | Total shares to be acquired as % of share capital of TC  | 0.59%   |
| e. | Price at which shares are proposed to be acquired  | Rs.2.50   |
| f. | Rationale, if any, for the proposed transfer   | Market  |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer   | Regulation 10(1) (a)(ii)                            |
| 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. | Rs.2.50 per equity share                            |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.   | NA  |
| 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.  | Consideration –Rs.392500/-                          |



|    |   |   |                                   |                                |                                   |
|----|---|---|-----------------------------------|--------------------------------|-----------------------------------|
| 9. | Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) | The acquirer hereby declare that both the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011. |                                   |                                |                                   |
| 10 | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.   | Yes, the acquirer hereby declare that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.  |                                   |                                |                                   |
| 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 sellers)(*)  |   |                                   |                                |                                   |
| 1  | Bindu G Naidu   | 1940534   | 7.33                              | 1940534                        | 7.33                              |
| 2  | Gudaru Naraih Naidu   | 7275083   | 27.51                             | 7275083                        | 27.51                             |
| 3  | Radhika Prasd Narala  | 4669586   | 17.66                             | 4669586                        | 17.66                             |
| 4  | <b>Gudaru Sarojini</b>  | <b>1057206</b>  | <b>4.00</b>                       | <b>1214206</b>                 | <b>4.59</b>                       |
| 5  | G.Venkatesulu Naidu   | 132850  | 0.50                              | 132850                         | 0.50                              |
| 6  | N.Satyendra Prasad  | 130550  | 0.49                              | 130550                         | 0.49                              |
| 7  | G.Doraswamy Naidu   | 20000   | 0.08                              | 20000                          | 0.08                              |
| 8  | P.Narayanamma   | 10000   | 0.04                              | 10000                          | 0.04                              |
|    | <b>Total</b>  | <b>15235809</b>   | <b>57.62</b>                      | <b>15392809</b>                | <b>58.21</b>                      |

  
**SAROJINI GUDARU**

Place : Hyderabad

Date :



# Sarojini Gudar


VILLA NO.14,  
BOLLENENI HOMES,  
SAI NAGAR, AYYAPPA SOCIETY,  
MADHAPUR, CYBERABAD,  
HYDERABAD -500 086

**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)  | REGENCY CERAMICS LIMITED  |  |
| 2. | Name of the acquirer(s)  | Sarojini Gudar  |  |
| 3. | Name of the stock exchange where shares of the TC are listed   | NATIONAL STOCK EXCHANGE<br>STOCK EXCHANGE, MUMBAI   |  |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.   | MARKET  |  |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.   | Regulation 10(1)(a)(ii)   |  |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>- whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>- date of filing with the stock exchange. | Yeas<br><br>The disclosure was made on 21.10.2018 i.e., at least four working days prior to the proposed transaction.<br>24.10.2018 |  |
| 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  | Regency Farms Pvt Ltd   |  |
|    | b Date of acquisition  | On or after 21.10.2018  | 25.10.2010   |
|    | c Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above  | 157000  | 157000   |
|    | d Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC   | 0.59%   | 0.59%  |
|    | e Price at which shares are proposed to be acquired / actually acquired  | NIL   | NIL  |



| 8 | 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 sellers)(*) |                                 |                                   |                                |                                   |
| 1 | Bindu G Naidu                                  | 1940534                         | 7.33                              | 1940534                        | 7.33                              |
| 2 | Gudaru Naraih Naidu                            | 7275083                         | 27.51                             | 7275083                        | 27.51                             |
| 3 | Radhika Prasad Narala                          | 4669586                         | 17.66                             | 4669586                        | 17.66                             |
| 4 | <b>Gudaru Sarojini</b>                         | <b>1057206</b>                  | <b>4.00</b>                       | <b>1214206</b>                 | <b>4.59</b>                       |
| 5 | G.Venkatesulu Naidu                            | 132850                          | 0.50                              | 132850                         | 0.50                              |
| 6 | N.Satyendra Prasad                             | 130550                          | 0.49                              | 130550                         | 0.49                              |
| 7 | G.Doraswamy Naidu                              | 20000                           | 0.08                              | 20000                          | 0.08                              |
| 8 | P.Narayanamma                                  | 10000                           | 0.04                              | 10000                          | 0.04                              |
|   | <b>Total</b>                                   | <b>15235809</b>                 | <b>57.62</b>                      | <b>15392809</b>                | <b>58.21</b>                      |

  
 Sarojini Gudaru

Place : Hyderabad

Date :

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|  |  |   |   |
|--|--|---|---|
| Name of the Target Company (TC)  | REGENCY CERAMICS LIMITED   |   |   |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | 1.   | Sarojini Gudar  |   |
|  | PAC  |   |   |
|  | 2.   | Dr G N Naidu  |   |
|  | 3.   | Radhika Prasad Narala                                   |   |
|  | 4.   | Bindu G Naidu   |   |
|  | 5.   | G.Venkatesulu Naidu                                     |   |
|  | 6.   | N.Satyendra Prasad                                      |   |
|  | 7.   | G.Doraswamy Naidu                                       |   |
| 8.   | P.Narayanamma  |   |   |
| Whether the acquirer belongs to Promoter/Promoter group  | YES - PROMOTER   |   |   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed   | 1. THE BOMBAY STOCK EXCHANGE LTD, MUMBAI<br>2. THE NATIONAL STOCK EXCHANGE LIMITED, MUMBAI |   |   |
| 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 (*) |
| <b>Before the acquisition under consideration, holding of :</b>  |  |   |   |
| a) Shares carrying voting rights   | 1057206  | 04.00%  | 04.00%  |
| b) Voting rights (VR) otherwise than by shares   | PAC- 14178603  | 53.62%  | 53.62%  |
| c) 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)              | -  | -   | -   |
| <b>Total (a+b+c)</b>   | 15235809   | 57.62%  | 57.62%  |
| <b>Details of acquisition/sale</b>   |  |   |   |
| a) Shares carrying voting rights acquired/sold   | 157000   | 0.59%   | 0.59%   |
| b) VRs acquired /sold otherwise than by shares   | PAC - NIL  | NIL   | NIL   |
| 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 |  |   |   |
| <b>Total (a+b+c)</b>   | 157000   | 0.59%   | 0.59%   |

18  
16  




|  |   |                 |                 |
|--|---|-----------------|-----------------|
| <b>After the acquisition/sale, holding of:</b>   |   |                 |                 |
| a) Shares carrying voting rights   | 1214206<br>PAC- 14178603                                | 4.59%<br>53.62% | 4.59%<br>53.62% |
| b) VRs otherwise than by 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) after acquisition |   |                 |                 |
| <b>Total (a+b+c)</b>   | 15392809  | 58.21%          | 58.21%          |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).   | Market  |                 |                 |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable   | 24.10.2018  |                 |                 |
| Equity share capital / total voting capital of the TC before the said acquisition / sale   | 26441586 EQUITY SHARES OF RS. 10/- EACH - Rs. 264415860 |                 |                 |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale   | 26441586 EQUITY SHARES OF RS. 10/- EACH - Rs. 264415860 |                 |                 |
| Total diluted share/voting capital of the TC after the said acquisition  | 26441586 EQUITY SHARES OF RS. 10/- EACH - Rs. 264415860 |                 |                 |

(\*) 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 acquirer**

Place: Hyderabad

Date :



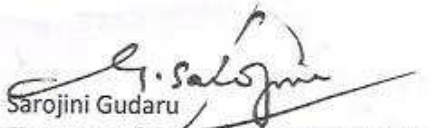
**Disclosures under Regulation 30(2) of  
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|  |   |  |   |
|--|---|--|---|
| 1. Name of the Target Company (TC)   | REGENCY CERAMICS LIMITED  |  |   |
| 2. Name(s) of the stock exchange(s) where shares of the TC are listed  | 1. THE STOCK EXCHANGE LTD, MUMBAI<br>2. THE NATIONAL STOCK EXCHANGE LIMITED, MUMBAI   |  |   |
| 3. Particulars of the shareholder(s) :<br>a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.<br>or<br>b. Name(s) of promoter(s), member of the promoter group and PAC with him. | Name of the Promoter: Sarojini Gudaru<br><br>Member of the Promoter group and Persons Acting in Concert (PAC) – Annexure Enclosed |  |   |
| 4. Particulars of the shareholding of person(s) mentioned at (3) above   | Number of shares  | % w.r.t. total share /voting capital wherever applicable | % of total diluted share/voting capital of TC (*) |
| As of March 31st of the year, holding of:  |   |  |   |
| a) Shares  | 15392809  | 58.21  | 58.21   |
| b) Voting Rights (otherwise than by shares)  | 15392809  | 58.21  | 58.21   |
| c) Warrants,   | ---   | ---  | ---   |
| d) Convertible Securities  | ---   | ---  | ---   |
| e) Any other instrument that would entitle the holder to receive shares in the TC.   | ---   | ---  | ---   |
| <b>Total</b>   | <b>15392809</b>   | <b>58.21</b>   | <b>58.21</b>                                      |

(\*) 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.

**Note**

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

  
Sarojini Gudaru  
Signature of the Authorized Signatory

Place: Hyderabad

Date:



Annexure

| Name of the promoter | No. of shares held | % to total capital of the company |
|----------------------|--------------------|-----------------------------------|
| Sarojini Gudar       | 1214206            | 4.59%                             |

Member of the Promoter group and Persons Acting in Concert (PAC) with him

| S.No | Name of person in promoter group | No. of shares held | % to total capital of the company |
|------|----------------------------------|--------------------|-----------------------------------|
| 1    | Dr Gudar Naraiah Naidu           | 7275083            | 27.51                             |
| 2    | Radhika Naidu                    | 4669586            | 17.66                             |
| 3    | Bindu G Naidu                    | 1940534            | 7.33                              |
| 4    | Venktesulu G                     | 132850             | 0.50                              |
| 5    | Narala Satyendra Prasad          | 130550             | 0.49                              |
| 6    | Doraswamy Naidu G                | 20000              | 0.08                              |
| 7    | Narayanamma P                    | 10000              | 0.04                              |

Sarojini Gudar  
Signature of the Authorized Signatory

Place: Hyderabad

Date :