

**NIRAYU PRIVATE LIMITED**

FF-54, AVISHKAR COMPLEX,  
OLD PADRA ROAD,  
VADODARA - 390 015.  
CIN No. U51909GJ1971PTC098778  
Email: nirayu1971@gmail.com

Date: 30<sup>th</sup> May, 2018

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
**NSE Scrip Code: ALEMBICLTD**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
**BSE Scrip Code: 506235**

Dear Sirs,

**Sub: Disclosures under Regulation 10(6) – Acquisition exempt under Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011('Takeover Regulations')**


**Target Company: Alembic Limited**

Nirayu Private Limited ('NPL' or 'Acquirer'), Sierra Investments Private Limited ('SIPL') and Whitefield Chemtech Private Limited ('WCPL') are part of the promoter group of the Target Company. Pursuant to the Scheme of Arrangement between SIPL and WCPL with NPL ('Scheme'), approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') vide its order dated 1<sup>st</sup> December 2017, the shares held by SIPL and WCPL in the Target Company stands vested in NPL. The said acquisition is exempt pursuant to Regulation 10(1)(d)(iii) of Takeover Regulations. The Report as prescribed under Regulation 10(6) of the Takeover Regulations in relation to the aforesaid acquisition exempt under Regulation 10(1)(d)(iii) is enclosed.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For Nirayu Private Limited

  
Mitanshu Shah  
Director



Encl.: As above

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**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)	Alembic Limited	
2.	Name of the acquirer(s)	Nirayu Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Ltd. (BSE) & National Stock Exchange of India Ltd. (NSE)	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	3,46,85,340 and 3,65,70,460 equity shares of Rs.2/- each fully paid up of Alembic Limited held by Sierra Investments Private Limited (SIPL) and Whitefield Chemtech Private Limited (WCPL) respectively, have been vested in Nirayu Private Limited (NPL) consequent to the amalgamation of SIPL and WCPL with NPL through the Scheme of Arrangement between SIPL, WCPL and NPL and their shareholders, as approved by the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order dated 1 <sup>st</sup> December 2017. The effective date of the said Scheme was 12 <sup>th</sup> December 2017.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) 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.	Not Applicable  Not Applicable	
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	Not Applicable	
	b. Date of acquisition		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above		



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	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable			
	e.	Price at which shares are proposed to be acquired / actually acquired				
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 (*)				
		Nirayu Private Limited	3,81,55,263	14.29	10,94,11,063	40.97
		<b>Total</b>	<b>3,81,55,263</b>	<b>14.29</b>	<b>10,94,11,063</b>	<b>40.97</b>
	b	Each Seller / Transferor				
		Sierra Investments Private Limited	3,46,85,340	12.99	0	0.00
		Whitefield Chemtech Private Limited	3,65,70,460	13.70	0	0.00
		<b>Total</b>	<b>7,12,55,800</b>	<b>26.69</b>	<b>0</b>	<b>0.00</b>

**For Nirayu Private Limited****Mitanshu Shah****Director**Date: 30<sup>th</sup> May, 2018

Place: Vadodara

**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 acquirers.