

# GAYATRI & ANNAPURNA

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**Sent by Courier and Email**

Dated: 01-06-2018

  
The Manager  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001  
Email Id: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

  
The Manager  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C/1, G Block  
Bandra-Kurla Complex, Mumbai-400051  
Email Id: [takeover@nse.co.in](mailto:takeover@nse.co.in)

Dear Sir/Madam,

Re: Intimation in respect of acquisition under regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 10(5) of SEBI (SAST) Regulations, 2011, which necessitates the Acquirer to give advance intimation to the Stock Exchanges about the details of the acquisition proposed to be made under Regulation 10(1)(a)(ii) of the aforesaid regulations, please find the enclosed applicable disclosure.

This is for your information and record.

Thanking you,

Yours faithfully,  
For GAYATRI & ANNAPURNA  
For SUNRISE MANUFACTURING CO. LTD.

  
DIRECTOR  
PARTNER

Encl: as above

**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)	Cosmo Films Limited
2.	Name of the acquirer(s)	Gayatri & Annapurna, through its partner M/s Sunrise Manufacturing Co. Limited
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, The acquirer is Promoter
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Pravasi Enterprises Limited
	b. Proposed date of acquisition	On or after 8 <sup>th</sup> June, 2018
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,30,000 (One Lac Thirty Thousand) Equity Shares from M/s Pravasi Enterprises Limited
	d. Total shares to be acquired as % of share capital of TC	0.67% of Equity Share capital of Target Company
	e. Price at which shares are proposed to be acquired	At the prevailing market price as on or after 8 <sup>th</sup> June, 2018, through bulk deal in one or more tranches at a price which will not exceed 25% of the price mentioned in Column-6
	f. Rationale, if any, for the proposed transfer	Investment is made for reshuffling of Promoters' holding
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(i)(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. 264.31 (NSE)
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
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.	We, Gayatri & Annapurna, through its partner M/s Sunrise Manufacturing Co. Limited do hereby declare that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable



9.	<p>(i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 year prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)</p> <p>(ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished</p>	<p>We, Gayatri &amp; Annapurna, through its partner M/s Sunrise Manufacturing Co. Limited do hereby declare that the transferor and transferee have complied/will comply with applicable disclosure requirements in Chapter V of the Takeover Regulation, 2011</p> <p>We, Gayatri &amp; Annapurna, through its partner M/s Pravasi Enterprises Ltd. made the following disclosure during previous 3 years prior to the date of proposed acquisition:</p> <p>a) Purchase of 50,000 Equity Shares in Cosmo Films Ltd. on 24-05-2016</p> <p>b) Purchase of 15,19,000 Equity Shares in Cosmo Films Ltd. on 17-03-2017</p> <p>We, Gayatri &amp; Annapurna, through its partner M/s Sunrise Manufacturing Co. Ltd. made the following disclosure during previous 3 years prior to the date of proposed acquisition:</p> <p>a) Purchase of 8,70,000 Equity Shares in Cosmo Films Ltd. on 17-03-2017</p>					
10.	<p>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</p>	<p>We, Gayatri &amp; Annapurna, through its partner M/s Sunrise Manufacturing Co. Limited do hereby declare that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied.</p>					
11.	<p>Shareholding details</p>	<p>Before the proposed transaction</p>		<p>After the proposed transaction</p>			
a	<p>Acquirer(s) and PACs (other than sellers)(*) Sunrise Manufacturing Co. Limited (C/o Gayatri &amp; Annapurna)</p>	<p>No. of shares /voting rights</p>	<p>% w.r.t total share capital</p>	<p>% w.r.t total Voting Rights of TC #</p>	<p>No. of shares /voting rights</p>	<p>% w.r.t total share capital of TC</p>	<p>% w.r.t total Voting Rights of TC #</p>
		0	0	0	130000	0.68	0.68
		2680	0.014	0.014	2680	0.014	0.014
		<b>2680</b>	<b>0.014</b>	<b>0.014</b>	<b>132680</b>	<b>0.69</b>	<b>0.69</b>



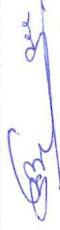


b	PAC's	91720	0.48	91720	0.48	91720	0.48	91720	0.48
	1. Aanchal Jaipuria Bhandari	402800	2.10	402800	2.10	402800	2.10	402800	2.10
	2. Ambrish Jaipuria	24200	0.13	24200	0.13	24200	0.13	24200	0.13
	3. Abha Jaipuria	1000	0.005	1000	0.005	1000	0.005	1000	0.005
	4. Yamini Kumar	470161	2.45	470161	2.45	470161	2.45	470161	2.45
	5. Ashok Jaipuria	7233876	37.75	7233876	37.75	7233876	37.75	7233876	37.75
	6. Ashok Jaipuria (C/o Gayatri & Annapurma)	1280	0.007	1280	0.007	1280	0.007	1280	0.007
	7. Hanuman Textile Mfg. & Investment Co. Ltd.								
	8. Andheri Properties & Finance Ltd.	622	0.003	622	0.003	622	0.003	622	0.003
	9. Ashok Jaipuria Private Trust	100	0.0005	100	0.0005	100	0.0005	100	0.0005
	Sub Total b	<b>8225759</b>	<b>42.93</b>	<b>8225759</b>	<b>42.93</b>	<b>8225759</b>	<b>42.93</b>	<b>8225759</b>	<b>42.93</b>
c	Seller (s)								
	Pravasi Enterprises Limited	<b>131100</b>	<b>0.68</b>	<b>131100</b>	<b>0.68</b>	<b>131100</b>	<b>0.68</b>	<b>131100</b>	<b>0.68</b>
	Grand Total (a+b+c)	<b>83,59,539</b>	<b>43.62</b>	<b>83,59,539</b>	<b>43.62</b>	<b>83,59,539</b>	<b>43.62</b>	<b>83,59,539</b>	<b>43.62</b>

Note:

- (\*) Shareholding of each entity may 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
- # 2,76,396 shares held by ESOP Trust, have no voting rights percentages (%) of after proposed transaction has been calculated accordingly

For GAYATRI & ANNAPUNRA  
For SUNRISE MANUFACTURING CO. LTD.



AUTHORIZED SIGNATORY/PARTNER

Date : 01-06-2018  
Place: New Delhi