

SEBI Disclosure Requirements

Disclosure 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 (Takeover Regulations)

1. Name of the Target Company (TC)	Maral Overseas Limited
2. Name of the acquirer(s) -	Shashi Agarwal (“Acquirer”)
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 the part of the Promoter Group
4. Details of the proposed acquisition	
a. Name of the person(s) from whom shares are to be acquired	Ms. Shuchi Agarwal
b. Proposed date of acquisition	On or after 3rd October, 2018
c. Number of shares to be acquired from each person mentioned in 4(a) above	3,50,000 equity shares
d. Total shares to be acquired as % of share capital of TC	0.84%
e. Price at which shares are proposed to be acquired	<i>Nil consideration as acquisition is by way of Gift from Daughter to Mother</i>
f. Rationale, if any, for the proposed transfer	Inter-se transfer among Promoter Group between Relatives without consideration.
5. Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 (Inter se transfer among immediate relatives)
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. 28.92 at NSE and Rs 28.84 at BSE. (However it is not applicable being the share are acquire through gift.)
7. If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
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.	Not Applicable

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with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)		The Transferor and Transferee have complied/will comply with the requisite Disclosures under Chapter V of the Takeover Regulations,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.		All the conditions specified under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 have been 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)(*) (Annexure A attached)	3,07,02,729	73.97%	3,10,52,729	74.81%
b.	Seller (s)	4,06,100	0.98%	56,100	0.14%

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.

Shashi Agarwal
(Shashi Agarwal)
Acquirer

Date: 25th September, 2018
Place: New Delhi

Annexure-A

Shareholding details		Before the proposed transaction		After the proposed transaction	
Sr. No.	Acquirer(s) and PACs (other than sellers)(*)	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
1	Shekhar Agarwal	7,55,573	1.82%	7,55,573	1.82%
2	Shashi Agarwal (Acquirer)	6,87,600	1.66%	10,37,600	2.50%
3	Shantanu Agarwal	5,54,500	1.34%	5,54,500	1.34%
4	Shekhar Agarwal-HUF	4,03,800	0.97%	4,03,800	0.97%
5	Shekhar Agarwal-Trust	2750	0.01	2750	0.01
6	Shantanu Agarwal-HUF	2750	0.01	2750	0.01
7	Smt. Alka Agarwal	4200	0.01	4200	0.01
8	Agarwal Trademart Pvt. Ltd.	1,97,60,000	47.61%	1,97,60,000	47.61%
9	Diplomat Leasing And Finance Pvt. Ltd.	11,35,500	2.74%	11,35,500	2.74%
10	Agarwal Finestate Pvt. Ltd.	73,96,056	17.82%	73,96,056	17.82%
	Total	3,07,02,729	73.97%	3,10,52,729	74.81%

✓ Shashi Agarwal