

Hrishikesh A. Mafatlal
Mafatlal Bunglow,10, Altamount Road, Cumballa Hill, Mumbai -
400026

Date: March 31, 2021

To,
The Manager,

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500730	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra-Kurla Complex, Bandra(E), Mumbai- 400051 Symbol: NOCIL
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Sub: Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/ Madam,

Notice is hereby given under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of the shares allotted pursuant to the Scheme of Amalgamation of Suremi Trading Private Limited and Sushripada Investments Private Limited with NOCIL Limited and their respective Shareholders ('the Scheme'), as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its Order delivered on 3rd March, 2021 (which became effective on 19th March 2021).

You are requested to kindly take note of the above.



Hrishikesh A. Mafatlal

CC: NOCIL Limited

Mafatlal House, H.T. Parekh Marg,
Backbay Reclamation,
Churchgate, Mumbai 400 020

DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

PART A: Details of the Acquisition

Name of the Target Company (TC)	NOCIL Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Hrishikesh A. Mafatlal		
Whether the acquirer belongs to promoter / promoter group	The acquirers are a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. The National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition 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 under consideration, holding of acquirer along with PACs:			
a) Shares carrying voting rights	900 (Individually) 5,63,91,184 (Together with PAC)	0.00% (Individually) 33.93% (Together with PAC)	0.00% (Individually) 33.93% (Together with PAC)
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	5,63,91,184	33.93%	33.93%
Details of acquisition:			
a) Shares carrying voting rights acquired	7,90,568 NIL	0.48% NIL	0.48% NIL

b) VRs acquired otherwise than by shares	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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+c+d)	7,90,568	0.48%	0.48%
After the acquisition, holding of acquirer along with PACs:			
a) Shares carrying voting rights	7,91,468 (Individually)	0.48% (Individually)	0.48% (Individually)
	5,63,91,184# (Together with PAC)	33.93%# (Together with PAC)	33.93%# (Together with PAC)
b) VRs otherwise than by shares	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) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	5,63,91,184	33.93%	33.93%
Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Issue of shares pursuant to the Scheme of Amalgamation of Suremi Trading Private Limited and Sushripada Investments Private Limited with NOCIL Limited and their respective Shareholders, as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its Order delivered on 3rd March, 2021 (which became effective on 19 th March 2021)		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into Equity Shares, etc.	Equity Shares		
Date of acquisition of/ date of receipt of intimation of allotment of	March 30, 2021		

shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 1,66,21,91,300 (16,62,19,130 Equity Shares of INR 10 each)
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 1,66,21,91,300 (16,62,19,130 Equity Shares of INR 10 each)
Total diluted share/voting capital of the TC after the said acquisition	Rs. 1,66,21,91,300 (16,62,19,130 Equity Shares of INR 10 each)

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile 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.

(#) Pursuant to the Scheme of Amalgamation of Suremi Trading Private Limited ('Suremi') and Sushripada Investments Private Limited ('Sushripada') with NOCIL Limited ('NOCIL'), 2,15,99,859 equity shares held by Suremi in NOCIL and 95,17,830 equity shares held by Sushripada in NOCIL were cancelled and same number of shares were issued and allotted to the shareholders of Suremi and Sushripada in the proportion of their shareholding in Suremi and Sushripada respectively. Further there is no change in the total promoter shareholding of NOCIL pursuant to the above-mentioned transfer.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

Date: March 31, 2021

Place: Mumbai



Hrishikesh A. Mafatlal

PART B:**Name of the Target Company: NOCIL Limited**

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group
Hrishikesh A Mafatlal	Yes
Priyavrata H. Mafatlal	Yes
Rekha Hrishikesh Mafatlal	Yes
Aarti Manish Chadha	No
Anjali Kunal Agarwal	No
Suremi Trading Private Limited	Yes
Mafatlal Industries Ltd	Yes
Sumil Holdings Pvt Ltd	Yes
Sushripada Investments Pvt Ltd	Yes
Hrishikesh A. Mafatlal Family Trust	Yes
Hrishikesh Arvind Mafatlal (as a trustee of the Gurukripa trust)	Yes
Hrishikesh Arvind Mafatlal (as a trustee of the Karuna Trust)	Yes
Hrishikesh Arvind Mafatlal (as a trustee of the Narsingha Trust)	Yes
Hrishikesh Arvind Mafatlal (as a trustee of the Shrija Trust)	Yes
Rekha Hrishikesh Mafatlal (as a trustee of the Radha Raman Trust)	Yes

Date: March 31, 2021

Place: Mumbai

Hrishikesh A. Mafatlal