

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

1.	Name of the Target Company (TC)	ADF Foods Limited
2.	Name of the acquirer(s)	Bimal Ramesh Thakkar
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	Bimal Ramesh Thakkar jointly with Parul Bimal Thakkar
	b. Proposed date of acquisition	March 31, 2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	6,00,000 Equity Shares
	d. Total shares to be acquired as % of share capital of TC	2.86%
	e. Price at which shares are proposed to be acquired	Nil
	f. Rationale, if any, for the proposed transfer	Gift
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(i)
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. 797.30 (NSE)
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.	I declare that the acquisition price would not be higher by more than 25% of the price computed in Point 6 above.

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years 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with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)		i. Yes, It is hereby declared that the transferor and transferee has complied (during 3 years prior to the date of proposed acquisition) and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997).			
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.		ii. Attached as Annexure I			
10.	Declaration by the acquirer that all the conditions specified under specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		Yes, all the conditions specified under 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)(*)	Annexure II		Annexure III	
	b	Seller (s)	Annexure IV		Annexure V	

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.



Bimal Ramesh Thakkar

Date: March 24, 2022

Place: Mumbai

Annexure I

Details of Annual Disclosures and Continual Disclosures filed under Regulation 30(3) and 29(1) respectively of SEBI SAST Regulations, 2011:

Sr. No.	Year	Regulation	Date of filing with BSE	Date of filing with NSE
1.	2018-19	29(2)	22.05.2018	22.05.2018
2.	2018-19	30(3)	05.04.2019	05.04.2019
3.	2019-20	29(2)	03.06.2019	03.06.2019
4.	2019-20	29(1)	25.02.2020	25.02.2020
5.	2019-20	29(2)	25.02.2020	25.02.2020
6.	2019-20	30(3)	13.04.2020	13.04.2020
7.	2019-20	31(4)	18.04.2020	18.04.2020
8.	2020-21	30(3)	06.04.2021	06.04.2021
9.	2020-21	31(4)	06.04.2021	06.04.2021

Annexure II

Sr. No.	Before the acquisition	Acquirer(s) and PACs (Other than Seller)	
	Name of the Promoter	No. of Shares	% w.r.t total share capital of TC
1	Bimal R. Thakkar	Nil	Nil
2	Mahalaxmi Ramesh Thakkar	3,00,000	1.43
3	Priyanka Bhavesh Thakkar	Nil	Nil
4	Bimal R. Thakkar HUF	5,95,246	2.84
5	Parul Bimal Thakkar	7,10,827	3.39
6	Bhavesh Ramesh Thakkar HUF	Nil	Nil
7	Bhavesh Ramesh Thakkar	Nil	Nil
8	Shivaan Bimal Thakkar	2,66,501	1.27
9	Sumer Bimal Thakkar	2,66,300	1.27
10	H J Thakkar Property Investments Ltd.	6,18,915	2.95
11	Krish Bhavesh Thakkar	3,51,000	1.67
12	Mahalaxmi Ramesh Thakkar jointly with Bimal Ramesh Thakkar	5,51,000	2.63
13	Mahalaxmi Ramesh Thakkar jointly with Neeta Ketan Parekh	5,51,000	2.63
14	Mahalaxmi Ramesh Thakkar jointly with Krish Bhavesh Thakkar	5,51,000	2.63
	Total	47,61,789	22.71

Annexure III

Sr. No.	After the acquisition	Acquirer(s) and PACs (Other than Seller)	
	Name of the Promoter	No. of Shares	% w.r.t total share capital of TC
1	Bimal R. Thakkar	6,00,000	2.86
2	Mahalaxmi Ramesh Thakkar	3,00,000	1.43
3	Priyanka Bhavesh Thakkar	Nil	Nil
4	Bimal R. Thakkar HUF	5,95,246	2.84
5	Parul Bimal Thakkar	7,10,827	3.39
6	Bhavesh Ramesh Thakkar HUF	Nil	Nil
7	Bhavesh Ramesh Thakkar	Nil	Nil
8	Shivaan Bimal Thakkar	2,66,501	1.27
9	Sumer Bimal Thakkar	2,66,300	1.27
10	H J Thakkar Property Investments Ltd.	6,18,915	2.95
11	Krish Bhavesh Thakkar	3,51,000	1.67
12	Mahalaxmi Ramesh Thakkar jointly with Bimal Ramesh Thakkar	5,51,000	2.63
13	Mahalaxmi Ramesh Thakkar jointly with Neeta Ketan Parekh	5,51,000	2.63
14	Mahalaxmi Ramesh Thakkar jointly with Krish Bhavesh Thakkar	5,51,000	2.63
	Total	53,61,789	25.57

Annexure IV

Sr. No.	Before the acquisition	Seller	
	Name of the Promoter	No. of Shares	% w.r.t total share capital of TC
1	Bimal Ramesh Thakkar jointly with Parul Bimal Thakkar	22,78,924	10.87
	Total	22,78,924	10.87

Annexure V

Sr. No	After the acquisition	Seller	
	Name of the Promoter	No. of Shares	% w.r.t total share capital of TC
1	Bimal Ramesh Thakkar jointly with Parul Bimal Thakkar	16,78,924	8.01
	Total	16,78,924	8.01
