



Banaras Beads Limited

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA

CIN No. L01131UP1980PLC004984

Manufacturers & Exporters of : COSTUME JEWELLERY, HANDICRAFTED, GLASS, WOODEN, HORN, CLAY AGATE, BONE, CERAMIC, BRASS, STONE AND ANY OTHER TYPES OF BEADS PENDENTS, BANGLES & EAR-RING ETC.



Regd. & : A-1 & A-5, Industrial Estate,
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Fax : +91-542-2370165, 2370214
E-mail : info@banarasbead.com
Website : www.banarasbead.com
Fashion Jewelry Website : www.de-lemon.com

REF. : BBL/SECT/

March 20, 2018

TO,

THE STOCK EXCHANGE MUMBAI,
PHIROZE JEEJEEBHOY TOWERS,
25TH FLOOR, DALAL STREET,
MUMBAI - 400001.

E-mail. corp.relations@bseindia.com

THE NATIONAL STOCK EXCHANGE (I) LTD.,
EXCHANGE PLAZA, 5th FLOOR
PLOT NO.C/1, G-BLOCK,
BANDRA-KURLA COMPLEX, BANDRA(E)
MUMBAI - 400 051

E-mail. neaps@nse.co.in

Sub.: Disclosure under Regulation 10 (5), 29(2) of SEBI (SAST) Regulation 2011 and Regulation 7(2) of SEBI (Prohibition of insider trading) Regulation 2015 in respect of intent to acquire of 350110 shares (5.28%) as gift between promoter group.

Ref.: inter-se transfer/acquirer of shares on 28.03.2018 amongst promoters by gift in Banaras Beads Ltd.

Dear Sir,

We have received request of intent dt. 19.03.2018 to acquire 350110 shares 5.28% of the company on 28.03.2018 under promoter group by Smt. Shivani Gupta (Acquirer) from Smt. Vaishali Gupta (Donor/transferor) as **GIFT**. In this regard we have received and attaching following documents/forms to do the needful at your end.

1. Disclosure by acquirer Smt. Shivani Gupta under Regulation 10 (5) and 29(2) of SEBI (SAST) Regulation 2011 duly filled and signed.
2. Disclosure by donor/transferor Smt. Vaishali Gupta under Regulation 7(2) of SEBI (Prohibition of insider trading) Regulation 2015 duly filled and signed.
3. List of Promoters/Promoters group with detail holding of shares prior to inter-se transaction and after inter-se transaction.

Kindly take the same on record and if any further formalities to be required, inform the same.

Thanking you,
Yours faithfully,

For **BANARAS BEADS LIMITED**

(R.K. Singh)

Company Secretary

Encl.: as above

REF. : BBL/SECT/

TO,

THE STOCK EXCHANGE MUMBAI,
PHIROZE JEEJEEBHAY TOWERS,
25TH FLOOR, DALAL STREET,
MUMBAI - 400001.

E-mail. corp.relations@bseindia.com

March 19, 2018

THE NATIONAL STOCK EXCHANGE (I) LTD.,
EXCHANGE PLAZA, 5th FLOOR
PLOT NO.C/1, G-BLOCK,
BANDRA-KURLA COMPLEX, BANDRA(E)
MUMBAI - 400 051

E-mail. neaps@nse.co.in

Sub.: Intent to acquire 350110 shares 5.28% of Banaras Beads Limited as gift from sister in law under promoter group/relative and its disclosure under Regulation 10 (5) and 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref.: inter-say transfer of shares amongst promoters by gift in Banaras Beads Ltd.

Dear Sir,

I, (Shivani Gupta) would like to state you that I am getting/acquiring 350110 shares (5.28%) of Banaras Beads Limited by gift **from sister in law (Vaishali Gupta) under promoter group/relative. In this regard** I submitting herewith relevant disclosure under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (SEBI SAST Regulation) *and others.*

I also request to the Company (Banaras Beads Limited) arrange to submit my this request/disclosure to Stock Exchange accordingly.

Shivani

(Shivani Gupta)

B 27/80, A-1A, Neelamber

Lane No.05 Ravindrapuri

Varanasi

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)	BANARAS BEADS LIMITED (BSE CODE- 526849 & NSE CODE- BANARBEADS)
2	Name of the acquirer(s)	Shivani Gupta
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	Acquirers are promoters of the TC prior to the Transaction.
4	Details of the proposed acquisition	
	a Name of the person(s) from whom shares are to be acquired	Vaishali Gupta (Promoter Group and brother spouse)
	b Proposed date of acquisition	28.03.2018
	c Number of shares to be acquired from each person mentioned in 4(a) above	350110
	d Total shares to be acquired as % of share capital of TC	5.28%
	e Price at which shares are proposed to be acquired	Gift from sister in law
	f Rationale, if any, for the proposed transfer	N.A.
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	(i) & (ii) Regulation 10(1)(a) persons named as promoters in the Shareholding pattern filed by the target Company in terms of the Listing Agreement for not less than three years prior to the proposed acquisition.
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.	BSE – WTD. Avg price Rs. 58.15 NSE – Vwap- Rs. 58.35 Face value Rs. 10/- GIFT
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A. (Gift)

Shivani

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.	N.A. (Gift)			
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)	We declare that the transferor and transferee will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, (corresponding provisions of the repealed Takeover Regulation 1997)			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.	We declare that all the conditions 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)(*)	0	0.00	350110	5.28
	bl Seller (s)	350110	5.28	0.00	0.00

Name of Acquirer

Signature

Smt. Shivani Gupta
B 27/80, A-1A, Neelamber
Lane No.05 Ravindrapuri
Varanasi

Shivani

Date : 19.03.2018

Place : Varanasi

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.

LIST OF PROMOTERS/PROMOTER GROUP WITH DETAIL OF SHAREHOLDING

S. No.	Name of shareholders	Holding as on 28.03.2018		Prior to inter-se transaction as on		Inter-se Transactions on 28.03.2018		Holding after inter-se transactions as on 28.03.2018	
		No. of shares Rs. 10/- each	% of Holding	No. of shares Rs. 10/- each	% of Holding	No. of shares Rs. 10/- each	% of Holding	No. of shares Rs. 10/- each	% of Holding
1	Ashok Kumar Gupta	863402	13.01	863402	13.01			863402	13.01
2	Ashok Kumar Gupta (HUF)	544920	8.21	544920	8.21			544920	8.21
3	Rekha Gupta	739830	11.15	739830	11.15			739830	11.15
4	Siddharth Gupta	701000	10.56	701000	10.56			701000	10.58
5	Vaishali Gupta	350110	5.28	350110	5.28	350110	5.28	NIL	NIL
6	Deppali Gupta	163790	2.47	163790	2.47			163790	2.47
7	Prashant Gupta	472540	7.12	472540	7.12			472540	7.12
8	Shivani Gupta	NIL	NIL	NIL	NIL	350110	5.28	350110	5.28

Shivani
(Shivani Gupta)
Acquirer
Place: Varanasi

For Banaras Beads Limited

R.K. Singh
(R.K. Singh)
Company Secretary

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Banaras Beads Limited		
Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Shivani Gupta		
Whether the acquirer belong to Promoter/Promoter Group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited		
Detail of the acquisition/disposal/sale/Gift as follow	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition/Gift under consideration holding of :			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	NIL	NIL	NIL
Details of acquisition/Gift			
a) Shares carrying voting rights acquired/Gift	350110	5.28%	5.28%
b) VRs acquired/gift otherwise than by shares	NA	NA	NA
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/Gift	NA	NA	NA

Shivani

d) Shares encumbered/invoked/released by the acquirer	NA	NA	NA
e) Total (a+b+c+d)	350110	5.28%	5.28%
After the acquisition/Gift holding of			
a) Shares carrying voting rights	350110	5.28%	5.28%
b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs otherwise than by shares	NA	NA	NA
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) after acquitting	NA	NA	NA
e) Total (a+b+c+d)	350110	5.28%	5.28%
Mode of acquisition/Gift (e.g. open market/off market/public issue/right issue/preferential /allotment/inter-se transfer etc)	GIFT		
Date of acquisition/Gift of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 28, 2018		
Equity share capital/total voting capital of the TC after the said Gift	Rs. 66362220/- comprising of 6636222 equity shares of Rs. 10/- each.		
Equity share capital/total voting capital of the TC after the said Gift	Rs. 66362220/- comprising of 6636222 equity shares of Rs. 10/- each.		
Total diluted share/voting capital of the TC after the said Gift	Rs. 66362220/- comprising of 6636222 equity shares of Rs. 10/- each.		

(*) 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile Clause 35 of the Listing Agreement).

(**) Diluted share/voting capital means the total number of share in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For & on behalf of Acquirer & Persons Acting in Concert (PAC)

Shivani
(Shivani Gupta)
Place: Varanasi
Date: 19.03.2018

FORM C

SEBI (Prohibition of insider trading) Regulation 2015

[Regulation 7 (2) read with Regulation 6 (2) – Continual disclosure]

Name of Company: M/s Banaras Beads Limited

ISIN of the Company: INE655B01011

Detail of change in holding of Securities of Promoter and Promoter Group/Relative of a listed company and other such person as mentioned in Regulation 6 (2).

Name PAN, CIN/DIN & address with contact no.	Category of Person (promoter and promoter group)	Securities held prior to disposal	Securities	Securities held post/disposed	Date of sale/Gift of shares	Date of intimation to company	Mode of acquisition/public rights/preferential offer/off market/inter-se transfer ESOPs etc.						
		Type of security (for eg/- shares warrants convertible debentures etc)	Type of security (For eg/- Shares, Warrants convertible debentures (etc.)	Type of security (for eg/- shares warrants convertible debentures etc)	Form	To							
		No. and % of shareholding	No.	No. and % of shareholding									
		Value	Transaction type (Buy/Sale/Pledge/Revoke/Invoke)										
1	2	3	4	5	6	7	8	9	10	11	12	13	14
Vaishali Gupta	Promoter	Equity shares	350110	Equity Shares	350110	Gift	Gift	Equity shares of	NIL	28.03.18	28.03.18	19.03.2018	Gift

Vaishali Gupta

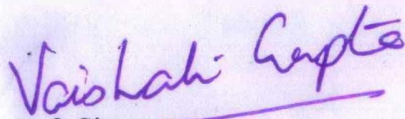
Seva upwan Lanka Varanasi	group (Relative)	of 10/- each.	5.28%	of Rs. 10/- each.				Rs. 10/- each.					
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Note: "Securities" shall have the meaning as defined under regulation 2(1) of SEBI (Prohibition of insider Trading) Regulation, 2015.

Detail of trading in derivatives of the company by Promoter and Promoter Group of listed company and other such person as mentioned in regulation 6(2)

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type contract	Contract specification	Buy		Sell		
		National Value	Number of units (contracts lot size)	National Value	Number of units (contracts lot size)	
15	16	17	18	19	20	21
Gift	Gift	NIL	NIL	NIL	NIL	NIL

Note: In case of options, national value shall be calculated based on premium plus strike price of options.


 Name & Signature
 Vaishali Gupta
 (donor/transferor)
 Date: 19.03.2018
 Place: Varanasi