Lakshmikant Dwarkadas Jhunjhunwala,

76-Eldeco Green, Gomti Nagar,
Lucknow-226010
M-9935771000

Date: 9th June, 2017

Securities and Exchange Board of India,
SEBI Bhavan, Bandra Kurla, Com
Plot No C4-A G Block
Mumbai, 400051
India

Phone: 91-22-2644-9000
Fax: 91-22-2644-9016

Dear Sir,

Re: Compliance u/Rg. 10(7) of SEBI (SAST) Regulations, 2011
Acquisition of Equity Shares of M/s. K M Sugar Mills Limited

With reference to the captioned subject, I am enclosing herewith requisite form u/ Rg. 10(7) of SEBI (SAST) Regulations, 2011 alongwith a demand draft no. 048544 dated 07-06-2018 for Rs.1,50,000/- (Rupees One lac fifty thousands only) in favour of **"Securities and Exchange Board of India"** payable at HDFC Bank, Mumbai.

Further, I am enclosing herewith :-

1. Compliance made to Stock Exchanges u/ Rg. 10(5) of SEBI (SAST) Regulations,2011 with declarations;
2. Compliance made to Stock Exchanges u/ Rg. 29(2) of SEBI (SAST) Regulations,2011;
3. Compliance made to Stock Exchanges u/ Rg. 7(2) of SEBI (PIT) Regulations,2015;
4. Copy of Delivery Slip dated 04-06-2018;

I request you to take the above on your record.

Thanking you,

Your's sincerely,

(Lakshmikant Jhunjhunwala)

Encl: as above

Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

1	**General Details**		
	a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Lakshmikant Dwarkadas Jhunjhunwala Sri Kunj, Moti Nagar, Masodha-224201 (Distt. Faizabad) U.P. M- 9935771000 jhunjhunwala555@gmail.com
	b.	Whether sender is the acquirer (Y/N)	YES
	c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N/A
	d.	Name, address, Tel no: and e-mail of the sender, if sender is not the acquirer	N/A
2	**Compliance of Regulation 10(7)**		
	a.	Date of report	09-06-2018
	b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	YES
	c.	Whether the report is accompanied with fees as required under Regulation 10(7)	YES DD no. 048544 dated 07-06-2018 for Rs.1,50,000/- drawn on HDFC Bank, Mumbai-4000 in favour of SEBI.
3	**Compliance of Regulation 10(5)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition	YES
	b.	Date of Report	29.05.2018
4	**Compliance of Regulation 10(6)**		
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days after the date of the proposed acquisition	N/A
	b.	Date of Report	N/A
5	**Details of the Target Company (TC)**		
	a.	Name & address of TC	KM SUGAR MILLS LTD

	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BOMBAY STOCK EXCHANGE, NATIONAL STOCK EXCHANGE.			
6	**Details of the acquisition**					
	a.	Date of acquisition	04.06.2018			
	b.	Acquisition price per share (in Rs.)	Nil being a **Gift**			
	c.	Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Reg 3 & Reg 4			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		Name of the acquirer/s : **LAKSHMI KANT DWARKADAS JHUNJHUNWALA**	**5602600**	**6.09**	**13802600**	**15.00**
		Name of PACs				
		PRAKASHCHANDRA DWARKADAS JHUNJHUNWALA	9740032	10.59	1540032	1.67
		PRAKASH CHANDRA JHUNJHUNWALA	22000	0.02	22000	0.02
		LAKSHMI KANT DWARKADAS	10065900	10.94	10065900	10.94
		NAINA JHUNJHUNWALA	4181448	4.55	4181448	4.55
		PRAKASHCHANDRA DWARKADAS JHUNJHUNWALA	3808571	4.14	3808571	4.14
		ADITYA JHUNJHUNWALA	3704200	4.03	3704200	4.03
		UMADEVI JHUNJHUNWALA	2579484	2.80	2579484	2.80
		SANJAY JHUNJHUNWALA	2494600	2.71	2494600	2.71
		VATSAL JHUNJHUNWALA	499721	0.54	499721	0.54
		VRIDHI JHUNJHUNWALA	450000	0.49	450000	0.49

		MARVEL BUSINESS PRIVATE LTD	12123989	13.18	12123989	13.18
		K M VYAPAR PRIVATE LTD	2283364	2.48	2283364	2.48
		JHUNJHUNWALA SECURITIES PRIVATE LIMITED	500000	0.54	500000	0.54
		FRANCOISE COMMERCE PRIVATE LIMITED	20	0.00	20	0.00
		SHIVAM TRUST	120549	0.13	120549	0.13
		VRIDHI TRUST	188780	0.21	188780	0.21
		MADHU PRAKASH JHUNJHUNWALA	2356	0.00	2356	0.00
		Sub-Total	**52765014**	**57.35**	**44565014**	**48.44**
		Total	**58367614**	**63.44**	**58367614**	**63.44**
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		Name of the seller: **PRAKASHCHANDRA DWARKADAS JHUNJHUNWALA**	**9740032**	**10.59**	**1540032**	**1.67**
		Name of PACs				
		LAKSHMI KANT DWARKADAS JHUNJHUNWALA	5602600	6.09	13802600	15.00
		PRAKASH CHANDRA JHUNJHUNWALA	22000	0.02	22000	0.02
		LAKSHMI KANT DWARKADAS	10065900	10.94	10065900	10.94
		NAINA JHUNJHUNWALA	4181448	4.55	4181448	4.55
		PRAKASHCHANDRA DWARKADAS JHUNJHUNWALA	3808571	4.14	3808571	4.14

		ADITYA JHUNJHUNWALA	3704200	4.03	3704200	4.03
		UMADEVI JHUNJHUNWALA	2579484	2.80	2579484	2.80
		SANJAY JHUNJHUNWALA	2494600	2.71	2494600	2.71
		VATSAL JHUNJHUNWALA	499721	0.54	499721	0.54
		VRIDHI JHUNJHUNWALA	450000	0.49	450000	0.49
		MARVEL BUSINESS PRIVATE LTD	12123989	13.18	12123989	13.18
		K M VYAPAR PRIVATE LTD	2283364	2.48	2283364	2.48
		JHUNJHUNWALA SECURITIES PRIVATE LIMITED	500000	.54	500000	.54
		FRANCOISE COMMERCE PRIVATE LIMITED	20	0.00	20	0.00
		SHIVAM TRUST	120549	0.13	120549	0.13
		VRIDHI TRUST	188780	0.20	188780	0.20
		MADHU PRAKASH JHUNJHUNWALA	2356	0.00	2356	0.00
		Sub-Total	48627582	52.86	56827582	61.77
		Total	**58367614**	**63.44**	**58367614**	**63.44**

7	**Information specific to the exemption category to which the instant acquisition belongs Regulation 10(1)(a)(i)**		
	a.	Provide the names of the seller/s	PRAKASH CHANDRA DWARKADAS JHUNJHUNWALA
	b.	Specify the relationship between the acquirer/s and the seller/s.	BROTHERS
	c.	Confirm whether the acquirer/s and the seller/s are 'immediate relatives' as defined in the Regulation 2(l).	YES
	d.	If shares are frequently traded, volume-weighted average market price (VWAP) for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Yes
	e.	If infrequently traded, the price as	N/A

		determined in terms of clause (e) of sub-regulation (2) of regulation 8.	
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	YES
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	29.05.2018
	h.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of thes Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made along with the copies of the same.	YES on 05-06-2018
	i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	I, Lakshmikant Jhunjhunwala, declare that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Signature:
Date: 09.06.2018
Place: LUCKNOW

NOTE:

- (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately. *The following abbreviations have been used all through the document: TC stands for 'Target Company', 'Takeover Regulations' stands for 'SEBI (Substantial Acquisition of Shares and Takeover Regulations) 2011*

DECLARATION BY THE ACQUIRER

I, Lakshmikant Dwarkadas Jhunjhunwala, declare that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

(Lakshmikant Dwarkadas Jhunjhunwala)

Declarant

Date : 9th June, 2018

LAKSHMI KANT DWARKADAS JHUNJHUNWALA

Date: 05.06.2018

SRIKUNJ, K M SUGAR MILLS LIMITED
MOTINAGAR FAIZABAD UP INDIA-224201

The Department of Corporate Services, **Bombay Stock Exchange Limited,** **27th Floor,Phiroze Jejeebhoy Towers ,** **Dalal Street, Fort, Mumbai -400001** **Phone no. 022- 22728527**	**The Asstt. Vice President-Listing,** **National Stock Exchange of India Limited,** **Exchange Plaza, C-1, Block-G,** **Bandra Kurla Complex , Bandra (E),** **Mumbai -400051**

Dear Sir,

Ref: Compliance under SEBI Regu.

In compliance to the provisions of Regulations 7(2) of SEBI (Prohibition of Insider Trading) Regulations,2015 we are forwarding form-'C'. Further, we are also sending a disclosure under Regu. 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011 being the being the promoter for acquisition of 82,00,000 nos. of Equity shares of K.M. Sugar Mills Limited for your information and record.

We request you to please take the above on your record.

Thanking you,

Your's faithfully,

(LAKSHMI KANT DWARKADAS JHUNJHUNWALA)

Encl: as above

ANNEXURE – 2

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

Name of the Target Company (TC)	K.M. Sugar Mills Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr.Lakshmi Kant Dwarka Das Jhunjhunwala, **SRIKUNJ, K M SUGAR MILLS LIMITED MOTINAGAR FAIZABAD UP INDIA-224201**		
Whether the acquirer belongs to promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange ; and Bombay Stock Exchange		
Details of the acquisition / disposal 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/~~disposal~~ under consideration, holding of :			
a) Shares carrying voting rights	5602600	6.09	6.09
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
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)			
e) Total (a+b+c+d)	5602600	6.09	6.09
Details of acquisition /~~sale~~			
a) Shares carrying voting rights acquired/sold	8200000	8.91	8.91
b) VRs acquired /sold otherwise than by shares			
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/sold d) Shares encumbered / invoked/released by the acquirer e) Total (a+b+c+/-d)	8200000	8.91	8.91
After the acquisition/~~sale~~, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares 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 acquisition e) Total (a+b+c+d)	13802600 13802600	15.00 15.00	15.00 15.00
Mode of **acquisition** / ~~sale~~ (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	**Gift**		
Date of acquisition / ~~sale~~ of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	05.06.2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	9,20,00,170 Equity Shares of Rs.2/- each aggregating to Rs.18,40,00,340/-.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	9,20,00,170 Equity Shares of Rs.2/- each aggregating to Rs.18,40,00,340/-.		
Total diluted share/voting capital of the TC after the said acquisition	9,20,00,170 Equity Shares of Rs.2/- each aggregating to Rs.18,40,00,340/-.		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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.

Signature of the acquirer / seller / Authorised Signatory

Place: Lucknow
Date:05.06.2018

SEBI(Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) Continual Disclosure]

Name of the company : K.M. SUGAR MILLS LIMITED
ISIN of the company : INE157H01023

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2)

No., CIN/ Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoters/KMP Directors/ immediate relatives others,etc)	Securities held prior to acquisition / disposal		Securities acquired / Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company
		Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding.	Type of security (For e.g. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To	
1	2	3	4	5	6	7	8	9	10	11	12	13
Mr.Lakshmi Kant Dwarka Das Jhunjhunwala,	Promoter	5602600	6.09	Equity Shares	8200000	0	Gift	13802600	15.00	05.06.18	05.06.18	05.06.18

Srikunj, K M Sugar Mills Limited Motinagar Faizabad 224201 Up India												

Mode of acquisition (market purchase/ public rights/ preferential offer / off market/ Inter	Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
	Type of contract	Contract specifications	Buy		Sell		
			Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
14	15	16	17	18	19	20	21
Market	Gift	Gift	-		-	-	NSE,BSE

Note: *In case of Options, notional value shall be calculated based on Premium plus strike price of options.*

Name & Signature : LAKSHMI KANT DWARKA DAS JHUNJHUNWALA.

Designation: Authorized Signatory

Date: 05.06.2018
Place: LUCKNOW

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)	KM SUGAR MILLS LTD
2.	Name of the acquirer(s)	Lakshmi Kant Jhunjhunwala
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	The acquirer(s) is promoter 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	Prakash Chandra Dwarka Das Jhunjhunwala
	b. Proposed date of acquisition	04.06.2018
	c. Number of shares to be acquired from each person mentioned in 4(a) above	8200000
	d. Total shares to be acquired as % of share capital of TC	8.91%
	e. Price at which shares are proposed to be acquired	-NIL- being a Gift
	f. Rationale, if any, for the proposed transfer	**GIFT- between two promoters, who are also real brothers**
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Reg 3 & Reg 4
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.10.97
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.	I, Lakshmi Kant Jhunjhunwala, 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.	Declaration by the acquirer, that the transferor and transferee have complied /	I, Lakshmikant Jhunjhunwala, declare that the transferor and transferee ~~have~~

	will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	~~complied /~~ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 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.	I, Lakshmikant Jhunjhunwala, 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
	– Acquirer(s) and PACs (other than sellers)(*)	5602600	6.09	13802600	15
	– Seller (s)	9764032	10.61	1564032	1.70

Date: 29-05-2018

Lakshmi Kant Jhunjhunwala
(Acquirer)

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.

DECLARATION BY THE ACQUIRER

I, Lakshmikant Jhunjhunwala, declare 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).

(Lakshmikant Jhunjhunwala)
Declarant

Date: 29th May,2018

DECLARATION BY THE ACQUIRER

I, Lakshmikant Jhunjhunwala, 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.

(Lakshmikant Jhunjhunwala)
Declarant

Date: 29th May,2018

DECLARATION BY THE ACQUIRER

I, Lakshmikant Jhunjhunwala, declare that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

(Lakshmikant Jhunjhunwala)
Declarant

Date: 29th May,2018