

# **DHUNSERI INVESTMENTS LIMITED**

REGISTERED OFFICE : DHUNSERI HOUSE, 4A, WOODBURN PARK, KOLKATA - 700 020

23 June 2015

**1. Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort, Mumbai 400 001  
Fax No: 022 2272 2061/2272 3577  
Email: corp.relations@bseindia.com

**2. National Stock Exchange of India Ltd**  
Bandra Kurla Complex  
Bandra (East) Mumbai 400 051  
Fax No: 022 26598237/26598238/  
66418124/25/26  
Email: cmlist@nse.co.in

Dear Sir,

Re.: **Disclosure under Sub Regulation (5) of Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation.**

Please find enclosed disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

Thanking you,

Yours truly,

**For and on behalf of Dhunseri Investments Ltd**



Name: **Aditi Dhanuka**

Designation: **Company Secretary**

**For and on behalf of Mint Investments Ltd**



Name: **Sravani Dutta**

Designation: **Company Secretary**

**Encl.: As above**

**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)                                                                                                                                                                                                                                        | Dhunseri Petrochem Ltd                                                                                                                                                                                                                                                       |
| 2. | Name of the acquirer(s)                                                                                                                                                                                                                                                | Dhunseri Investments Ltd and Mint Investments Ltd                                                                                                                                                                                                                            |
| 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                                                                                                               | Dhunseri Investments Ltd and Mint Investments Ltd ( "Acquirers") are a part of the promoter group                                                                                                                                                                            |
| 4. | Details of the proposed acquisition                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                              |
|    | a. Name of the person(s) from whom shares are to be acquired                                                                                                                                                                                                           | Yves Lombard Asset Management A G                                                                                                                                                                                                                                            |
|    | b. Proposed date of acquisition                                                                                                                                                                                                                                        | On or after 29 June 2015                                                                                                                                                                                                                                                     |
|    | c. Number of shares to be acquired from each person mentioned in 4(a) above                                                                                                                                                                                            | a) 31,95,767 (9.124%) shares will be acquired by Dhunseri Investments Ltd.<br><br>b) 5,99,287 (1.711%) will be acquired by Mint Investments Ltd                                                                                                                              |
|    | d. Total shares to be acquired as % of share capital of TC                                                                                                                                                                                                             | 10.84%                                                                                                                                                                                                                                                                       |
|    | e. Price at which shares are proposed to be acquired                                                                                                                                                                                                                   | As per Block Deal on or after 29 <sup>th</sup> June, 2015                                                                                                                                                                                                                    |
|    | f. Rationale, if any, for the proposed transfer                                                                                                                                                                                                                        | Consolidation of shareholding                                                                                                                                                                                                                                                |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer                                                                                                                                                                 | 10(1)(a)(ii)                                                                                                                                                                                                                                                                 |
| 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. | Yes. Frequently traded. The calculation of Volume Weighted Average Market Price (VWAMP) is enclosed in Annexure-I. Volume Weighted Average Market prices Rs.69.80 per share.                                                                                                 |
| 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.                                                                                                                | The Acquirers hereby confirm 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 / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)                | The Acquirers hereby confirm that they themselves and Yves Lombard Asset Management A G has 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. | The Acquirers hereby confirm that all the conditions specific under regulation 10(1)(a) with respect of the inter se exemption shall be duly complied with. |                                   |                                |                                   |
| 11. | Shareholding details                                                                                                                            | Before the proposed transaction                                                                                                                             |                                   | After the proposed transaction |                                   |
|     |                                                                                                                                                 | No. of shares/<br>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)(*)                                                                                                    |                                                                                                                                                             |                                   |                                |                                   |
| a.  | Dhunseri Investments Ltd.                                                                                                                       | 1,24,38,778                                                                                                                                                 | 35.51%                            | 1,56,34,545                    | 44.64%                            |
|     | Mint Investments Ltd.                                                                                                                           | 14,36,127                                                                                                                                                   | 4.10%                             | 20,35,414                      | 5.81%                             |
|     | Seller (s)                                                                                                                                      |                                                                                                                                                             |                                   |                                |                                   |
| b.  | Yves Lombard Asset Management AG                                                                                                                | 37,95,054                                                                                                                                                   | 10.84%                            | -                              | -                                 |

Date: 23/06/2015

Place: Kolkata

Encl.: Annexure-I

**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.



## Annexure - I

volume-weighted average market price for a period of sixty trading days\_NSE

| Date      | Symbol | Series | Open Price | High Price | Low Price | Last Traded Price | Close Price | Total Traded Quantity | Turnover (in Lakhs) | Amount in Rupees | Weighted avg |
|-----------|--------|--------|------------|------------|-----------|-------------------|-------------|-----------------------|---------------------|------------------|--------------|
| 22-Jun-15 | DPL    | EQ     | 73.7       | 73.8       | 72.6      | 72.7              | 72.75       | 17965                 | 13.11               | 1311000          | 72.97523     |
| 19-Jun-15 | DPL    | EQ     | 73.45      | 74.35      | 72.1      | 72.35             | 72.4        | 10897                 | 7.98                | 798000           | 73.231165    |
| 18-Jun-15 | DPL    | EQ     | 76.8       | 76.8       | 73.25     | 73.95             | 73.55       | 9185                  | 6.8                 | 680000           | 74.033751    |
| 17-Jun-15 | DPL    | EQ     | 74.05      | 74.8       | 73.1      | 73.1              | 73.3        | 7701                  | 5.68                | 568000           | 73.756655    |
| 16-Jun-15 | DPL    | EQ     | 72         | 76         | 72        | 73.7              | 73.6        | 12666                 | 9.3                 | 930000           | 73.424917    |
| 15-Jun-15 | DPL    | EQ     | 73.25      | 75         | 71.5      | 72.7              | 72.15       | 19194                 | 13.96               | 1396000          | 72.731062    |
| 12-Jun-15 | DPL    | EQ     | 73         | 77.4       | 72.25     | 75.5              | 74.7        | 19382                 | 14.47               | 1447000          | 74.656898    |
| 11-Jun-15 | DPL    | EQ     | 79.85      | 80.95      | 73.25     | 74.9              | 73.7        | 13834                 | 10.62               | 1062000          | 76.767385    |
| 10-Jun-15 | DPL    | EQ     | 76.8       | 79.75      | 75.6      | 78.5              | 77.95       | 35638                 | 27.95               | 2795000          | 78.427521    |
| 09-Jun-15 | DPL    | EQ     | 73.95      | 76.7       | 72.25     | 75.35             | 75.3        | 37397                 | 27.89               | 2789000          | 74.578175    |
| 08-Jun-15 | DPL    | EQ     | 73.95      | 73.95      | 71.15     | 72                | 72          | 7970                  | 5.77                | 577000           | 72.396487    |
| 05-Jun-15 | DPL    | EQ     | 72.3       | 73.9       | 71.05     | 72.35             | 71.9        | 20010                 | 14.49               | 1449000          | 72.413793    |
| 04-Jun-15 | DPL    | EQ     | 68.25      | 71.05      | 68.25     | 71.05             | 70.6        | 5153                  | 3.59                | 359000           | 69.668154    |
| 03-Jun-15 | DPL    | EQ     | 72.8       | 72.8       | 68.4      | 70                | 69.6        | 17033                 | 11.89               | 1189000          | 69.805671    |
| 02-Jun-15 | DPL    | EQ     | 72.5       | 73.25      | 71        | 71                | 71.25       | 11471                 | 8.24                | 824000           | 71.833319    |
| 01-Jun-15 | DPL    | EQ     | 74         | 75.5       | 73        | 73.25             | 73.35       | 21475                 | 15.94               | 1594000          | 74.225844    |
| 29-May-15 | DPL    | EQ     | 72.95      | 75.75      | 71.5      | 75.55             | 75          | 21311                 | 15.75               | 1575000          | 73.905495    |
| 28-May-15 | DPL    | EQ     | 73.1       | 75         | 72        | 72.2              | 72.55       | 14184                 | 10.38               | 1038000          | 73.181049    |
| 27-May-15 | DPL    | EQ     | 75         | 75.35      | 73.3      | 74.9              | 74.65       | 8422                  | 6.31                | 631000           | 74.922821    |
| 26-May-15 | DPL    | EQ     | 77.3       | 77.3       | 74.6      | 75.7              | 75.2        | 14169                 | 10.7                | 1070000          | 75.516974    |
| 25-May-15 | DPL    | EQ     | 75.95      | 77.7       | 75.05     | 75.9              | 75.9        | 22242                 | 17.01               | 1701000          | 76.476936    |
| 22-May-15 | DPL    | EQ     | 76.7       | 77.9       | 75.5      | 75.5              | 76.35       | 36671                 | 28.24               | 2824000          | 77.009081    |
| 21-May-15 | DPL    | EQ     | 77.2       | 78         | 74.1      | 76.75             | 76.55       | 45095                 | 34.24               | 3424000          | 75.928595    |
| 20-May-15 | DPL    | EQ     | 76.8       | 79.4       | 75        | 77.4              | 77.05       | 39800                 | 30.54               | 3054000          | 76.733668    |
| 19-May-15 | DPL    | EQ     | 78.8       | 82.1       | 75.5      | 77                | 77.4        | 227270                | 179.99              | 17999000         | 79.19655     |
| 18-May-15 | DPL    | EQ     | 71.2       | 78.35      | 71.2      | 78.35             | 78.1        | 379188                | 290.26              | 29026000         | 76.547781    |
| 15-May-15 | DPL    | EQ     | 61.25      | 65.3       | 61.25     | 65.3              | 65.3        | 40241                 | 26.17               | 2617000          | 65.033175    |
| 14-May-15 | DPL    | EQ     | 51         | 56.55      | 50.8      | 55.45             | 54.45       | 11739                 | 6.43                | 643000           | 54.774683    |
| 13-May-15 | DPL    | EQ     | 50         | 53         | 50        | 52.9              | 52.2        | 10227                 | 5.3                 | 530000           | 51.823604    |
| 12-May-15 | DPL    | EQ     | 52.4       | 52.4       | 49.5      | 50                | 50          | 7942                  | 4                   | 400000           | 50.365147    |
| 11-May-15 | DPL    | EQ     | 50         | 51.5       | 48.1      | 50.15             | 50.1        | 3269                  | 1.62                | 162000           | 49.556439    |
| 08-May-15 | DPL    | EQ     | 51.15      | 51.35      | 45        | 49.95             | 49.1        | 23368                 | 11.37               | 1137000          | 48.656282    |



|                 |     |    |       |       |       |       |       |         |       |           |           |
|-----------------|-----|----|-------|-------|-------|-------|-------|---------|-------|-----------|-----------|
| 07-May-15       | DPL | EQ | 52    | 54.5  | 49.55 | 51.1  | 50.45 | 8044    | 4.08  | 408000    | 50.721034 |
| 06-May-15       | DPL | EQ | 53    | 53.85 | 51.1  | 53.75 | 53.6  | 1428    | 0.76  | 76000     | 53.221289 |
| 05-May-15       | DPL | EQ | 53.55 | 55    | 53    | 54.45 | 54    | 2488    | 1.35  | 135000    | 54.26045  |
| 04-May-15       | DPL | EQ | 56    | 56    | 50.1  | 53.95 | 53.55 | 2687    | 1.42  | 142000    | 52.847041 |
| 30-Apr-15       | DPL | EQ | 49    | 50.05 | 48    | 49    | 49.5  | 4665    | 2.28  | 228000    | 48.874598 |
| 29-Apr-15       | DPL | EQ | 50    | 53    | 48.2  | 49.95 | 50.2  | 4206    | 2.1   | 210000    | 49.928673 |
| 28-Apr-15       | DPL | EQ | 49    | 54.6  | 48    | 50.4  | 50.3  | 2365    | 1.17  | 117000    | 49.471459 |
| 27-Apr-15       | DPL | EQ | 54.5  | 54.5  | 48.15 | 50    | 50    | 6274    | 3.15  | 315000    | 50.207204 |
| 24-Apr-15       | DPL | EQ | 54.2  | 55.2  | 53.85 | 54    | 54.25 | 1993    | 1.08  | 108000    | 54.189664 |
| 23-Apr-15       | DPL | EQ | 55.35 | 57.8  | 53.3  | 54.15 | 55.55 | 11466   | 6.43  | 643000    | 56.078842 |
| 22-Apr-15       | DPL | EQ | 55.05 | 56    | 54.55 | 55    | 55    | 5252    | 2.89  | 289000    | 55.026657 |
| 21-Apr-15       | DPL | EQ | 55.05 | 57.85 | 55    | 55.85 | 55.85 | 15984   | 8.99  | 899000    | 56.243744 |
| 20-Apr-15       | DPL | EQ | 58.95 | 58.95 | 55    | 55    | 55.45 | 1747    | 0.98  | 98000     | 56.096165 |
| 17-Apr-15       | DPL | EQ | 55.1  | 58.5  | 55.1  | 56.5  | 56.55 | 7300    | 4.2   | 420000    | 57.534247 |
| 16-Apr-15       | DPL | EQ | 58    | 58    | 55.1  | 56.35 | 55.6  | 3391    | 1.9   | 190000    | 56.030669 |
| 15-Apr-15       | DPL | EQ | 59.75 | 59.75 | 57    | 58    | 57.85 | 4551    | 2.63  | 263000    | 57.789497 |
| 13-Apr-15       | DPL | EQ | 57    | 59.85 | 57    | 57.75 | 58.15 | 2638    | 1.55  | 155000    | 58.756634 |
| 10-Apr-15       | DPL | EQ | 58.95 | 59    | 57    | 58.8  | 57.7  | 4834    | 2.81  | 281000    | 58.129913 |
| 09-Apr-15       | DPL | EQ | 57.85 | 63.5  | 56.5  | 57.8  | 57.15 | 15525   | 9.06  | 906000    | 58.357488 |
| 08-Apr-15       | DPL | EQ | 58    | 59.95 | 57    | 57.8  | 57.85 | 19308   | 11.2  | 1120000   | 58.007044 |
| 07-Apr-15       | DPL | EQ | 56    | 61.9  | 52.05 | 60.1  | 60.1  | 50294   | 29.65 | 2965000   | 58.953354 |
| 06-Apr-15       | DPL | EQ | 45.6  | 54.5  | 45.4  | 54.5  | 54.5  | 23894   | 12.36 | 1236000   | 51.728467 |
| 01-Apr-15       | DPL | EQ | 46.6  | 49    | 44    | 45.75 | 45.45 | 25444   | 11.67 | 1167000   | 45.86543  |
| 31-Mar-15       | DPL | EQ | 50    | 50    | 46.45 | 46.5  | 46.85 | 42335   | 20.48 | 2048000   | 48.376048 |
| 30-Mar-15       | DPL | EQ | 43    | 49    | 43    | 47.05 | 47.25 | 8330    | 3.84  | 384000    | 46.098439 |
| 27-Mar-15       | DPL | EQ | 44.4  | 45.9  | 43    | 43.4  | 43.6  | 11932   | 5.32  | 532000    | 44.585987 |
| 26-Mar-15       | DPL | EQ | 46.1  | 47.4  | 43    | 45.55 | 44.35 | 22118   | 10.01 | 1001000   | 45.257257 |
| 25-Mar-15       | DPL | EQ | 49.15 | 49.85 | 44.7  | 45.9  | 45.9  | 19196   | 8.89  | 889000    | 46.311732 |
|                 |     |    |       |       |       |       | Total | 1501798 |       | 104824000 | 69.799001 |
| 25%             |     |    |       |       |       |       |       |         |       |           | 17.44975  |
| Not higher than |     |    |       |       |       |       |       |         |       |           | 87.248751 |

