

# Ajay Vishwanath Agarwal

Residential Address: Laxmi Villa, Plot No. 23, Vithal Nagar Society, 10th & 11th N.S. Road,  
JVPD Scheme, Juhu, Vileparle (West), Mumbai - 400049

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22<sup>nd</sup> June, 2022

To,  
The General Manager  
Department of Corporate Services  
**BSE Limited,**  
P.J. Towers,  
Dalal Street, Mumbai - 400001

To,  
The Manager  
Listing Department  
**National Stock Exchange of India Ltd,**  
"Exchange Plaza", Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051

**BSE Scrip Code: 512519**

**NSE Symbol: DONEAR**

**Sub: Disclosure under Regulation 10(5) in respect of Regulation 10 (1) (a) (i) of SEBI (SAST) Regulations, 2011**

Dear Sir,

Pursuant to the provisions of Regulation 10 (1) (a) (i) and 10 (5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, **Ajay Vishwanath Agarwal**, belonging to the Promoter category of Donear Industries Limited ("the Company") would like to inform you that I propose to acquire 36,43,750 (7.01%) Equity Shares from Mr. Surya Ajay Agarwal, the Seller/ transferor (belonging to Promoter Group of the Company) on or after 29<sup>th</sup> June, 2022 pursuant to inter se transfer.

Please find enclosed herewith the Disclosure under Regulation 10(5) in respect of Regulation 10 (1) (a) (i) of SEBI (SAST) Regulations, 2011 alongwith the annexures as mentioned in the Disclosure under Regulation 10(5) of SEBI (SAST) Regulations.

Thanking You,  
Yours Sincerely,

  
**Ajay Vishwanath Agarwal**

*Encl: As above*

**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)	<b>DONEAR INDUSTRIES LIMITED</b>
2.	Name of the acquirer(s)	Ajay Vishwanath Agarwal
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, the Acquirer is the Promoter of the Target Company prior to the transaction.
4.	Details of the proposed acquisition	
	a. Name of the persons from whom shares are to be acquired	Mr. Surya Ajay Agarwal
	b. Proposed date of acquisition	<b>On or after 29<sup>th</sup> June, 2022</b>
	c. Number of shares to be acquired from each person mentioned in 4(a) above	36,43,750 (7.01%) Equity Shares to be acquired from Mr. Surya Ajay Agarwal.
	1. Total shares to be acquired as % of share capital of TC	36,43,750 Equity Shares (7.01%)
	2. Price at which shares are proposed to acquired	36,43,750 Equity Shares of Donear Industries Limited will be acquired through Gift.
	3. Rationale, if any, for the proposed transfer	Inter se transfer amongst the Promoter & Promoter Group.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10 (1) (a) (i) of SEBI (SAST) Regulations, 2011.
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.	The Equity Shares of the TC are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). The Equity Shares of the TC are not frequently traded on BSE in terms of Regulation 2 (1) (j) of SEBI (SAST) Regulations, 2011 whereas the Equity Shares of the TC are frequently traded on NSE in terms of Regulation 2 (1) (j) of SEBI (SAST) Regulations, 2011. NSE being the Stock Exchange with higher trading volumes for the said period, the volume-weighted average market price for a period of 60 trading days preceding the date of issuance of notice as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period is Rs. 55.78/- 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	Not applicable, as the shares are being transferred by way of gift.

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	by more than 25% of the price computed in point 6 or point 7 as applicable.					
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)		Annexure A			
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.		Annexure B			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.		Annexure A			
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.	<b>Acquirer(s)</b> and PACs (other than sellers)				
		Ajay Vishwanath Agarwal	37,29,500	7.17%	73,73,250	14.18%
	b.	<b>Seller</b>				
		Surya Ajay Agarwal	36,43,750	7.01%	Nil	N.A.

Ajay Vishwanath Agarwal  
Date: 22<sup>nd</sup> June, 2022  
Place: Mumbai

# Ajay Vishwanath Agarwal

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JVPD Scheme, Juhu, Vileparle (West), Mumbai - 400049


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Annexure A

## TO WHOMSOEVER IT MAY CONCERN

I, **Ajay Vishwanath Agarwal**, residing at Laxmi Villa, Plot No. 23, Vithal Nagar Society, 10th & 11th N.S. Road, JVPD Scheme, Juhu, Vileparle (West), Mumbai - 400049 (the acquirer/transferee), belonging to the Promoter category of Donear Industries Limited ("the Company") propose to acquire 36,43,750 (7.01%) Equity Shares from Mr. Surya Ajay Agarwal, the Seller/transferor (belonging to Promoter/ Promoter Group of the Company). In this respect, I hereby declare and confirm in respect of the proposed inter se transfer amongst promoters that:

- i) the transferor and transferee have complied/ will comply (during 3 years prior to the date of proposed acquisition) with applicable disclosure requirements under Chapter V of the SEBI (SAST) Regulations, 2011.
- ii) I have complied with the conditions as specified under regulation 10 (1) (a) (i) of SEBI (SAST) Regulations, 2011 i.e. being immediate relatives.

  
**Ajay Vishwanath Agarwal**  
**Date: 22<sup>nd</sup> June, 2022**  
**Place: Mumbai**