

NBK REAL ESTATES PRIVATE LIMITED

Regd.Office: Kothari Buildings, No. 117, Mahatma Gandhi Road, Nungambakkam, Chennai- 600 034.
Ph.044-35225543 Email: pvtes@hckgroup.com CIN: U70200TN2010PTC078490

16th May 2023

- (i) **Listing Department**
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra [E], Mumbai - 400 051
- (ii) **The Company Secretary & Compliance Officer**
Kothari Sugars and Chemicals Limited
'Kothari Buildings' No. 115, Mahatma Gandhi Road,
Nungambakkam, Chennai - 600 034

Dear Sir/ Madam

Sub.: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to compliance of Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Arjun B. Kothari, Director on behalf of M/s. NBK Real Estates Private Limited, Promoter of M/s Kothari Sugars and Chemicals Limited ("the Company"), has acquired 5,81,86,610 Equity Shares of the Company from one of the Promoter, i.e, M/s Parvathi Trading and Finance Company Private Limited, by way of acquisition through off market transaction pursuant to the Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal ('NCLT'), Chennai Bench vide Order dated 16th March 2023.

The relevant disclosure of the same is enclosed for your kind reference and records.

Thanking you

Yours faithfully

for NBK Real Estates Private Limited



Arjun B. Kothari
Director
DIN: 07117816



Place: Chennai
Date: 16th May 2023

Encl: as above

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Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**Part-A - Details of the Acquisition**

Name of the Target Company (TC)	KOTHARI SUGARS AND CHEMICALS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	NBK REAL ESTATES PRIVATE LIMITED		
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 of India Limited, Mumbai		
Details of the acquisition 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 under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)			
e) Total (a+b+c+d)			
Details of acquisition			
a) Shares carrying voting rights acquired	5,81,86,610 equity shares carrying voting rights acquired	70.20%	70.20%
b) VRs acquired otherwise than by equity shares.	NIL	NIL	NIL
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.	NIL	NIL	NIL



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d) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	5,81,86,610 equity shares	70.20%	70.20%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	5,81,86,610 equity shares carrying voting rights	70.20%	70.20%
b) VRs otherwise than by equity shares	NIL	NIL	NIL
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) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	5,81,86,610 Equity Shares	70.20%	70.20%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Transfer of 5,81,86,610 equity shares of TC by Parvathi Trading & Finance Company Private Limited to NBK Real Estates Private Limited, pursuant to Scheme of Amalgamation of Kothari Biotech Private Limited and Kothari International Trading Private Limited and Parvathi Trading & Finance Company Private Limited with NBK Real Estates Private Limited and their respective Shareholders & Creditors approved by NCLT, Chennai Bench Vide Order dated 16 th March 2023		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares acquired stand pari passu with existing shares		

Ajith



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Date of acquisition of / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	15 th May 2023
Equity share capital / total voting capital of the TC before the said acquisition	8,28,88,580 Equity Shares of Rs. 10 each
Equity share capital/ total voting capital of the TC after the said acquisition	8,28,88,580 Equity Shares of Rs. 10 each
Total diluted share/voting capital of the TC after the said acquisition	8,28,88,580 Equity Shares of Rs. 10 each

Part-B***

Name of the Target Company: KOTHARI SUGARS AND CHEMICALS LIMITED

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	
NBK REAL ESTATES PRIVATE LIMITED	YES	

Signature of the acquirer:

for NBK Real Estates Private Limited



Arjun B. Kothari
Director
DIN: 07117816



Place: Chennai
Date: 16th May 2023

Note:

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminate.