

June 16, 2026

To,

The Corporate Relationship Department
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400001
Email: corp.relations@bseindia.com

The Listing Compliance Department
National Stock Exchange of India Limited
“Exchange Plaza” Bandra-Kurla Complex,
Bandra (E) Mumbai-400051
takeover@nse.co.in

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Pursuant to the provision of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**Takeover Regulations**”), this is to inform you that I, Sameer Gupta have transferred 4,42,00,000 equity shares of face value ₹1/- (Rupee One only) each of SG Mart Limited to Mr. Sanjay Gupta, in an inter-se transfer between immediate relatives by way of gift.

In this regard, please find enclosed the disclosure under Regulation 29(2) of Takeover Regulations.

You are requested to take the same in your records.


Sameer Gupta

CC:

To

SG Mart Limited

H No. 37, Ground Floor, Hargovind Enclave,
Vikas Marg, East Delhi, Delhi, India-110092

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

1. Name of the Target Company ("TC")	SG Mart Limited		
2. Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Mr. Sameer Gupta (Transferor) Mr. Dhruv Gupta (PAC) Mrs. Meenakshi Gupta (PAC)		
3. Whether the seller belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition/disposal as follows:	Number of Shares	% W.r.t. total shares/voting capital wherever applicable (*)	% W.r.t. total diluted shares/voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of:			
a) Shares carrying voting rights			
- Mr. Sameer Gupta (Transferor)	4,42,00,000	35.07	35.07
- Mr. Dhruv Gupta (PAC)	15,00,000	1.19	1.19
- Mrs. Meenakshi Gupta (PAC)	0	0.00	0.00
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 TC (specify holding in each category)	--	--	--
e) Total (a+b+c+d)	4,57,00,000	36.26	36.26
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/ sold			
- Mr. Sameer Gupta	(4,42,00,000)	(35.07)	(35.07)
b) Voting Rights 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	--	--	--

Sameer Gupta

d) Shares encumbered/ invoked/ released by the acquirer	--	--	--
e) Total (a+b+c+d)	(4,42,00,000)	(35.07)	(35.07)
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
- Mr. Sameer Gupta (Transferor)	0	0.00	0.00
- Mr. Dhruv Gupta (PAC)	15,00,000	1.19	1.19
- Mrs. Meenakshi Gupta (PAC)	0	0.00	0.00
b) Shares encumbered with the acquirer	--	--	--
c) Voting Rights 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)	15,00,000	1.19	1.19
Mode of acquisition/sale (e.g. open market / off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc).	Off-market inter-se transfer of 4,42,00,000 equity shares from Mr. Sameer Gupta of face value ₹1/- (Rupee One only) each by way of gift to Mr. Sanjay Gupta, who is an immediate relative.		
Date of acquisition/ sale of shares/ Voting Rights or date of receipt of intimation of allotment of shares , whichever is applicable	June 16, 2026		
Equity share capital/ total voting capital of the TC before acquisition/sale*	12,60,35,200 equity shares of ₹1/- (Rupee One only) each amounting ₹12,60,35,200/- (Rupees Twelve Crore Sixty Lakhs Thirty Five Thousand Two Hundred only)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale*	12,60,35,200 equity shares of ₹1/- (Rupee One only) each amounting ₹12,60,35,200/- (Rupees Twelve Crore Sixty Lakhs Thirty Five Thousand Two Hundred only)		
Total diluted share/voting capital of the TC after the said acquisition/sale**	12,60,35,200 equity shares of ₹1/- (Rupee One only) each amounting ₹12,60,35,200/- (Rupees Twelve Crore Sixty Lakhs Thirty Five Thousand Two Hundred only)		

Note:

(*) 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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 as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.


Sameer Gupta

Date: June 16, 2026

Place: Delhi