# PRIME HOLDINGS PRIVATE LIMITED

Date: January 30, 2024

To

**The Manager**
**BSE Limited**
**Department of Corporate Affairs**
Floor 25, P.J. Towers, Dalal Street
Mumbai – 400001
**Scrip Code: 542857**

**The Manager**
**National Stock Exchange Limited**
Exchange Plaza, Bandra Kurla Complex
Bandra (E),
Mumbai - 400001
**Symbol – GREENPANEL**

**RE: Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of acquisition made in relation to exemption provided for in Regulation 10(1)(d)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")**

**Subject: Acquisition of 3,47,43,020 (28.33%) shares of Greenpanel Industries Limited pursuant to Scheme of Amalgamation between Vanashree Properties Private Limited, S.M. Management Private Limited, Mastermind Shoppers Private Limited, Brijbhumi Merchants Private Limited and Brijbhumi Tradevin Private Limited (Transferor Companies) and Prime Holdings Pvt. Ltd. (Transferee Company).**

Dear Sirs,

In terms of Regulation 10(6) of the SAST Regulations, we hereby submit the disclosure in the prescribed format w.r.t acquisition of 3,47,43,020 (28.33%) shares by Prime Holdings Private Limited held in the name of Vanashree Properties Private Limited (3116055 shares) and S.M. Management Pvt. Ltd., (31626965 shares), persons mentioned in the Promoter and Promoter Group entities of Greenpanel Industries Limited ("Target Company") on January 29, 2024, pursuant to the Scheme of Amalgamation, approved by NCLT, Guwahati and Kolkata benches vide order nos. CP(CAA) No 8/GB/2022 in CA(CAA) No. 16/GB/2021 dated April 20, 2023 and CP(CAA) No. 118/KB/2022 in CA(CAA) No 209/KB/2021 dated November 7, 2023, respectively.

The transactions are amongst the entities which are ultimately controlled by the same individuals / beneficial owners who hold the entire voting rights in the combined entity, before and after the implementation of the Scheme in the same proportion and fulfils the criteria for exemption under Regulation 10(1)(d)(iii) of the SAST Regulations.

It is hereby Informed that the aggregate shareholding of the Promoter and Promoter Group of the Target Company, before and after the above transaction, remains the same and the shareholding of Vanashree Properties Pvt. Ltd. and S.M. Management Pvt. Ltd. shall stand transferred to Prime Holdings Pvt. Ltd. with effect from January 29, 2024.

# PRIME HOLDINGS PRIVATE LIMITED

Kindly take the above on record.

Thanking You

Yours Faithfully
For **Prime Holdings Pvt. Ltd.**

SHIV
PRAKASH
MITTAL

**Shiv Prakash Mittal**
**Director**
**DIN: 00237242**

Cc.:

**Greenpanel Industries Limited**
Thapar House, 2nd Floor
163, S.P. Mukherjee Road
Kolkata - 700026

**Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| | | | | | | |
|---|---|---|---|---|---|---|
| 1. | Name of the Target Company (TC) | | Greenpanel Industries Limited | | | |
| 2. | Name of the acquirer(s) | | Prime Holdings Pvt. Ltd. | | | |
| 3. | Name of the stock exchange where shares of the TC are listed | | National Stock Exchange of India Limited and BSE Limited | | | |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. | | Equity Shares of Greenpanel Industries Limited were acquired by Prime Holdings Pvt. Ltd. from M/s. S.M. Management Pvt. Ltd. and M/s. Vanashree Properties Pvt. Ltd. pursuant to a scheme of amalgamation | | | |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer. | | Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 | | | |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>- whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>- date of filing with the stock exchange. | | No | | | |
| 7. | Details of acquisition | | Disclosures required to be made under regulation 10(5) | | Whether the disclosures under regulation 10(5) are actually made | |
| | a. | Name of the transferor / seller | Not Applicable | | Not Applicable | |
| | b. | Date of acquisition | | | | |
| | c. | Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | | | | |
| | d. | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | | | | |
| | e. | Price at which shares are proposed to be acquired / actually acquired | | | | |
| 8. | Shareholding details | | Pre-Transaction | | Post-Transaction | |
| | | | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| | A | Prime Holdings Pvt. Ltd. (Acquirer / Transferee) | 1,33,74,300 | 10.91% | 4,81,17,320 | 39.24% |
| | b.1 | Vanashree Properties Pvt. Ltd. (Transferor) | 31,16,055 | 2.54% | NIL | NIL |
| | b.2 | S.M. Management Pvt. Ltd. (Transferor) | 3,16,26,965 | 25.79% | NIL | NIL |

**For Prime Holdings Pvt. Ltd.**

SHIV PRAKASH MITTAL

**Shiv Prakash Mittal**
**Director**
**DIN:002327242**

**Enclosure:**

1. Off market transaction slip
2. Certified copies of the orders passed by National Company Law Tribunal