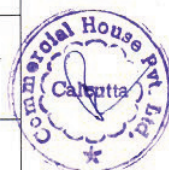


COMMERCIAL HOUSE PRIVATE LIMITED

C-4, Gillander House, 8, Netaji Subhas Road, Kolkata – 700 001

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)	Gillanders Arbuthnot & Co. Ltd.
2.	Name of the acquirer(s)	Commercial House Pvt. 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	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Kothari Phytochemicals & Industries Ltd.
	b. Proposed date of acquisition	26 th February, 2014 or onward.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	6,40,000 Equity Shares of Rs.10/- each
	d. Total shares to be acquired as % of share capital of TC	2.75%
	e. Price at which shares are proposed to be acquired	Rs.60/- per share or at market rate
	f. Rationale, if any, for the proposed transfer	Restructuring of Promoters Share-holding
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.	Rs.58.75 Weighted Average Price.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	--
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.	Price of acquisition will not be higher than 25% of the Weighted Average Price as per Point No.6.
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with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Will comply with applicable disclosure requirements in Chapter V of the Takeover regulation 2011.



For Commercial House Pvt. Ltd.,

B. K. S.
Director

10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	All conditions specified under regulation 10(1)(a) is completed			
11.	Shareholding details	Before the proposed transactio		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
	a Acquirer(s) and PACs (other than sellers)(*)	13,68,212 6.41	5.86%	20,08,212 9.41	8.60%
	b Seller (s)	55,01,078 25.78%	23.57%	48,61,078 22.78%	20.83%

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.

Dated : 19th February, 2014

For Commercial House Pvt. Ltd.

Betko
Director