



V. S. DEMPO HOLDINGS PRIVATE LIMITED

22nd May, 2026

To BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400 001 Corp.relations@bseindia.com	To The Listing Department National Stock Exchange of India Limited, Bandra Kurla Complex, Bandra (East), Mumbai 400051 takeover@nse.co.in	To Compliance Officer Hindustan Foods Limited Office No. 03, Level 2, Centrium, Phoenix Market City, 15 Lal Bahadur Shastri Road, Kurla, Mumbai 400070 bankim.purohit@thevanitycase.com
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Target Company: Hindustan Foods Limited
Scrip Code: **519126/HNDFDS**

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

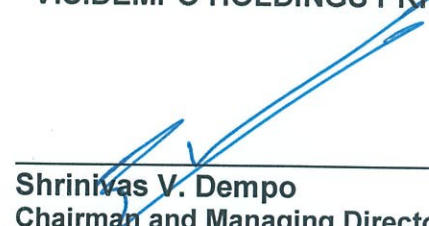
Dear Sir/Madam,

Please find enclosed herewith the disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of equity shares of Hindustan Foods Limited

Kindly take the same on record.

Thanking you,

Yours faithfully,
For and on behalf of all the acquirers/promoters
V.S.DEMPO HOLDINGS PRIVATE LIMITED


Shrinivas V. Dempo
Chairman and Managing Director
DIN:00043413





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)	HINDUSTAN FOODS LIMITED
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1) Mr.Shrinivas V Dempo 2) Soiru Dempo Family Private Trust (Soiru Dempo Management Holding Private Limited) 3) V.S.Dempo Holdings Private Limited 4) Vassudeva Dempo Family Private Trust (Nagesh Dempo Company 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	1) BSE Limited 2) National Stock Exchange of India Limited

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			
1) Shrinivas V. Dempo	1) 20,00,000	1) 1.67%	1) 1.67%
2) Soiru Dempo Family Private Trust (Soiru Dempo Management Holding Private Limited)	2) 5,00,000	2) 0.42%	2) 0.42%
3) V.S.Dempo Holdings Private Limited	3) Nil	3) Nil	3) Nil
4) Vassudeva Dempo Family Private Trust (Nagesh Dempo Company Private Limited)	4) Nil	4) Nil	4) Nil
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
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)	NA	NA	NA
e) Total (a+b+c+d)	25,00,000	2.09%	2.09%
Details of acquisition			
a) Shares carrying voting rights acquired			
1) Shrinivas V. Dempo	1) Nil	1) Nil	1) Nil
2) Soiru Dempo Family Private Trust (Soiru Dempo Management Holding Private Limited)	2) 13,95,804	2) 1.15%	2) 1.15%
3) V.S.Dempo Holdings Private Limited	3) 1,28,99,157	3) 10.65%	3) 10.63%
4) Vassudeva Dempo Family Private Trust (Nagesh Dempo Company Private Limited)	4) 57,94,994	4) 4.78%	4) 4.78%
b) VRs acquired otherwise than by equity shares	NA	NA	NA
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	NA	NA	NA
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
e) Total (a+b+c+/-d)	2,00,89,955	16.58%	16.56%

After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights 1) Shrinivas V. Dempo 2) Soiru Dempo Family Private Trust (Soiru Dempo Management Holding Private Limited) 3) V.S.Dempo Holdings Private Limited 4) Vassudeva Dempo Family Private Trust (Nagesh Dempo Company Private Limited) b) VRs otherwise than by equity 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) after acquisition d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) e) Total (a+b+c+d)	1)20,00,000 2)18,95,804 3)1,28,99,157 4)57,94,994 NA NA NA 2,25,89,955	1)1.65% 2)1.56% 3)10.65% 4) 4.78% NA NA NA 18.64%	1)1.65% 2)1.56% 3)10.63% 4)4.78% NA NA NA 18.62%
Mode of acquisition (e.g. open market / public issue / rights issue/ preferential allotment / inter-se transfer/encumbrance, etc.)	Allotment made by the TC pursuant to Scheme of Arrangement between Avalon Cosmetics Private Limited ('Demerged Company'), Vanity Case India Private Limited ('Transferor Company') and Hindustan Foods Limited ('Transferee Company' or 'Resulting Company')		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	One Share One Vote (19 Equity Shares of Transferee Company for every 100 Equity Share of Demerged Company held by the Shareholders of ACPL) and One Share One Vote (4,64,58,145 equity shares of the face value of INR 2/- each fully paid-up of the Transferee Company shall be issued and allotted as fully paid up to the equity shareholders of the Transferor Company/VCIPL in the proportion of their holding in the Transferor Company/VCIPL.) Post allotment of 4,64,58,145 Equity Shares by Target Company to the Shareholders of Transferor Company/VCIPL on 21.05.2026 and pursuant to the Scheme of Arrangement between Avalon Cosmetics Private Limited, Vanity Case India Private Limited and the Target Company, the 4,64,58,145 Equity Shares of the Transferee Company/TC held by the Transferor Company/VCIPL has been cancelled.		

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.	21.05.2026
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 23,89,63,524/-
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 24,23,25,404/-*
Total diluted share/voting capital of the TC after the said acquisition	Rs. 24,26,19,604/-**

Note: The above % of shareholding and Share Capital of Target Company is computed-

*1. Post issue and allotment of 4,81,39,085 Equity Shares by Target Company on 21.05.2026 pursuant to Scheme of Arrangement between Avalon Cosmetics Private Limited, Vanity Case India Private Limited and the Target Company approved by the Board of Directors of all companies vide Board resolution dated 24.09.2024 and

**2. Post grant of 1,47,100 stock options to eligible employees of the Target Company and its Subsidiary Companies under "Hindustan Foods Limited Employee Stock Option Scheme 2025" ("HFL ESOS 2025" or "Scheme") approved by the Committee Members of Nomination and Remuneration Committee of the Target Company vide resolution dated 28.07.2025.

#3. Post allotment of 4,64,58,145 Equity Shares by Target Company to the Shareholders of Transferor Company/VCIPL on 21.05.2026 and pursuant to the Scheme of Arrangement between Avalon Cosmetics Private Limited, Vanity Case India Private Limited and the Target Company, the 4,64,58,145 Equity Shares of the Transferee Company/TC held by the Transferor Company/ VCIPL has been cancelled.

Part-B***

Name of the Target Company: HINDUSTAN FOODS LIMITED

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Shrinivas V Dempo	Yes	
Soiru Dempo Family Private Trust (Soiru Dempo Management Holding Private Limited)	Yes	
V.S.Dempo Holdings Private Limited	Yes	
Vassudeva Dempo Family Private Trust (Nagesh Dempo Company Private Limited)	Yes	

For and on behalf of all the acquirer/promoters

V.S.DEMPO HOLDINGS PRIVATE LIMITED

SHRINIVAS V. DEMPO
CHAIRMAN AND MANAGING DIRECTOR
(DIN:00043413)



Place: Goa

Date: May 22, 2026

[Signature]

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 disseminated.