

S C AGARWALLA

**F-3, CIRCULAR MANSION,
222, A.J.C. BOSE ROAD,
KOLKATA- 700 017**

16th November, 2016

1]
The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata 700 001
Scrip code: 023915

2]
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
Scrip code: MAITHANALL-EQ

**Sub: Intimation U/r 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011**

Dear Sirs,

Attached please find the disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format, in respect of proposed inter-se transfer of 5500000 equity shares of M/s. Maithan Alloys Limited ('Target Company'), being 18.8928% of the paid-up share capital, among the promoter group.

The above acquisition are inter-se transfer of equity shares of the Target Company amongst qualifying persons, within the meaning of Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,
Yours faithfully,
For and on behalf of Acquirers


(S C Agarwalla)

Encl: a/a

cc : 1] The Corporate Relationship Department
BSE Limited
1st Floor, Rotunda Building, P.J. Towers
Dalal Street, Fort, Mumbai 400 001.
Scrip Code: 590078

2] **Maithan Alloys Limited**
'Ideal Centre'
4th Floor, 9 AJC Bose Road,
Kolkata- 700 017

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)	Maithan Alloys Limited; 4 th Floor, 9 A.J.C Bose Road, Kolkata-700017
2.	Name of the acquirer(s)	Acquirer - As per list enclosed Annexure A
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	Acquirer, namely Maithan Smelters Private Limited ("MSPL") is a company in which promoters & promoter group of the TC are holding more than 50% of the equity shares.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	As per list enclosed Annexure B
	b. Proposed date of acquisition	On or after Wednesday, 23 rd November, 2016
	c. Number of shares to be acquired from each person mentioned in 4(a) above	As per list enclosed Annexure B
	d. Total shares to be acquired as % of share capital of TC	Upto 5500000 Equity Shares of Rs. 10/- each (fully paid) being 18.8928% of paid up capital of TC to be acquired
	e. Price at which shares are proposed to be acquired	The Shares of TC will be acquired at a price not exceeding the limit provided in proviso (i) to Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
	f. Rationale, if any, for the proposed transfer	Realignment of shareholder holdings by way of <i>inter-se</i> transfers between qualified persons under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Exemption under Regulation 10(1)(a)(iii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
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. 274.69 per share
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
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.	It is hereby declared that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	i. It is hereby declared that the transferor and transferee will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997). ii. NA. As the exemption is being availed under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 wherein no filings for previous 3 years are relevant. It should be noted that the sellers hold more than 50% of the holding of MSPL, which qualifies the sellers and MSPL for the <i>inter-se</i> exemption available under said Regulation 10(1)(a)(iii). The list of sellers along with their holdings in MSPL (the acquirer) is set out in Annexure C			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with.			
11.	Shareholding details	Before the proposed transaction		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 TC
a.	Acquirer(s) and PACs (other than sellers)	Annexure D			
b.	Seller(s)	Annexure E			

For and on behalf of Acquirers


 (S C Agarwalla)

Date: 16.11.2016

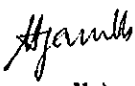
Place: Kolkata

Encl: a/a

PROPOSED ACQUIRERS

SL No.	Name	No. of Shares to be acquired	%
1	MAITHAN SMELTERS PVT. LTD.	5500000	18.8928
	Total	5500000	18.8928

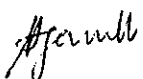
For and on behalf of Acquirers


(S C Agarwalla)

PROPOSED SELLERS

SL No	Name of the Shareholders	No. of Shares to be sold	% of total share capital of TC
1	AAKLAVYA (INDIA) PRIVATE LIMITED	500	0.0017
2	AMIT AGARWALLA	1169100	4.0158
3	BASANT KUMAR AGARWALLA (A/C -HUF)	504000	1.7313
4	BINOD KUMAR AGARWALLA (A/C -HUF)	427800	1.4695
5	DHRUV AGARWALLA	277700	0.9539
6	JAGDISH PRASAD AGARWALLA	221750	0.7617
7	JAGDISH PRASAD AGARWALLA (A/C -HUF)	777300	2.6701
8	JIBRALTER TRADERS LIMITED	750	0.0026
9	MADHUR AGARWALLA	538800	1.8508
10	NIDHI AGARWALLA	513000	1.7622
11	SANGITA AGARWALLA	280700	0.9642
12	SHAKTI AUTO FINANCE PRIVATE LTD.	500	0.0017
13	SHEELA DEVI AGARWALLA	750	0.0026
14	SUBHAS CHANDRA AGARWALLA	750	0.0026
15	SUBODH AGARWALLA	750	0.0026
16	SUDHANSHU AGARWALLA	750	0.0026
17	SUMIT AGARWALLA	785100	2.6969
		5500000	18.8928

For and on behalf of Acquirers


(S C Agarwalla)

Shareholding of proposed sellers in MSPL as on 15th November, 2016

Sr. No.	Sellers	Number of equity shares held in MSPL	Shareholding %
1	AAKLAVYA (INDIA) PRIVATE LIMITED	440000	2.3004
2	AMIT AGARWALLA	100	0.0005
3	BASANT KUMAR AGARWALLA (A/C -HUF)	100	0.0005
4	BINOD KUMAR AGARWALLA (A/C -HUF)	100	0.0005
5	DHRUV AGARWALLA	100	0.0005
6	JAGDISH PRASAD AGARWALLA	100	0.0005
7	JAGDISH PRASAD AGARWALLA (A/C -HUF)	100	0.0005
8	JIBRALTER TRADERS LIMITED	1150000	6.0125
9	MADHUR AGARWALLA	100	0.0005
10	NIDHI AGARWALLA	100	0.0005
11	SANGITA AGARWALLA	100	0.0005
12	SHAKTI AUTO FINANCE PRIVATE LTD.	350000	1.8299
13	SHEELA DEVI AGARWALLA	1333720	6.9730
14	SUBHAS CHANDRA AGARWALLA	1179190	6.1651
15	SUBODH AGARWALLA	2833029	14.8118
16	SUDHANSHU AGARWALLA	2320238	12.1308
17	SUMIT AGARWALLA	100	0.0005
	TOTAL	9607177	50.2285

For and on behalf of Acquirers

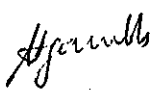

(S C Agarwalla)

Shareholding details of Acquirer(s) and PACs (other than sellers)

SL No	Name of the Shareholders	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t. to total share capital of TC	No. of shares /voting rights	% w.r.t. to total share capital of TC
	Acquirer(s) and PACs (other than sellers)				
1	Acquirer(s) MAITHAN SMELTERS PVT. LTD.	0	0.0000	5500000	18.8928
	PACs (other than sellers)				
2	BASANT KUMAR AGARWALLA	81500	0.2800	81500	0.2800
3	KAVITA KATARUKA	21178	0.0727	21178	0.0727
4	MANI DEVI	214723	0.7376	214723	0.7376
5	PRAHLAD RAI AGARWALLA (A/C -HUF)	332100	1.1408	332100	1.1408
6	SONAM AGARWALLA	110000	0.3779	110000	0.3779
7	SUBHAS CHANDRA AGARWALLA (A/C -HUF)	97500	0.3349	97500	0.3349
8	SUMEE TRADING PRIVATE LIMITED	1391100	4.7785	1391100	4.7785
9	AVINASH AGARWALLA	400950	1.3773	400950	1.3773
10	H. S. CONSULTANCY PRIVATE LIMITED	750000	2.5763	750000	2.5763
11	PRAHLAD RAI AGARWALLA	301200	1.0346	301200	1.0346
12	RITA DEVI	452000	1.5526	452000	1.5526
13	SARITA DEVI AGARWALLA	729000	2.5042	729000	2.5042
14	SHANKAR LAL AGARWALLA	507601	1.7436	507601	1.7436
15	SIDDHARTHA SHANKAR AGARWALLA	197300	0.6777	197300	0.6777
16	ADITYA AGARWALLA	70200	0.2411	70200	0.2411
17	ANSHUMAN AGARWALLA	221000	0.7591	221000	0.7591
18	AVISHI AGARWALLA	10500	0.0361	10500	0.0361
19	BINOD KUMAR AGARWALLA	210900	0.7245	210900	0.7245
20	KARUNA AGARWALLA	336600	1.1562	336600	1.1562
21	KAUSHAL AGARWALLA	300000	1.0305	300000	1.0305
22	MAITHAN REFRACTORIES PVT LTD	405000	1.3912	405000	1.3912
23	MANGALAM CONSTRUCTION PVT LTD	274200	0.9419	274200	0.9419
24	RAGHAV AGARWALLA	200000	0.6870	200000	0.6870
25	SITA AGARWALLA	30300	0.1041	30300	0.1041
26	SUNITA AGARWALLA	59700	0.2051	59700	0.2051
27	SWATI AGARWALLA	96600	0.3318	96600	0.3318
28	VEDANT AGARWALLA	170000	0.5840	170000	0.5840
29	VIDISHA AGARWALLA	9000	0.0309	9000	0.0309
30	VISHAL AGARWALLA	10200	0.0350	10200	0.0350
31	WOODHAT DISTRIBUTORS PRIVATE LIMITED	1830000	6.2862	1830000	6.2862
	Total	9820352	33.7334	15320352	52.6262

Note: Persons shown under serial number 9 to 31 proposes to acquire/sale their shares in the Target Company, in compliance with Regulation 10(1)(a)(ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for which separate disclosure has been filed under Regulation 10(5) of the said Regulations.

For and on behalf of Acquirers


(S C Agarwalla)

Shareholding details of Sellers

SL No	Name of the Shareholders	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t. to total share capital of TC	No. of shares /voting rights	% w.r.t. to total share capital of TC
	Sellers				
	Promoter				
1	SUBHAS CHANDRA AGARWALLA	100000	0.3435	99250	0.3409
	Sellers - PACs				
2	AAKLAVYA (INDIA) PRIVATE LIMITED	1275000	4.3797	1274500	4.3780
3	AMIT AGARWALLA	1169100	4.0159	0	0
4	BASANT KUMAR AGARWALLA (A/C-HUF)	504000	1.7313	0	0
5	BINOD KUMAR AGARWALLA (A/C-HUF)	427800	1.4695	0	0
6	DHRUV AGARWALLA	277700	0.9539	0	0
7	JAGDISH PRASAD AGARWALLA	384900	1.3222	163150	0.5604
8	JAGDISH PRASAD AGARWALLA (A/C-HUF)	777300	2.6701	0	0
9	JIBRALTER TRADERS LIMITED	994500	3.4162	993750	3.4137
10	MADHUR AGARWALLA	538800	1.8508	0	0
11	NIDHI AGARWALLA	513000	1.7622	0	0
12	SANGITA AGARWALLA	280700	0.9642	0	0
13	SHAKTI AUTO FINANCE PRIVATE LTD.	1068300	3.6697	1067800	3.6680
14	SHEELA DEVI AGARWALLA	668000	2.2946	667250	2.2920
15	SUBODH AGARWALLA	360000	1.2366	359250	1.2340
16	SUDHANSHU AGARWALLA	565200	1.9415	564450	1.9390
17	SUMIT AGARWALLA	785100	2.6969	0	0
	Total	10689400	36.7188	5189400	17.8260

Note: Person shown under serial number 7 proposes to further transfer his shares in the Target Company in compliance with Regulation 10(1)(a)(ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for which separate disclosure has been filed under Regulation 10(5) of the said Regulations.

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