

Date: 28<sup>th</sup> October, 2024

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051	<b>Company Secretary &amp; Compliance Officer</b> Manorama Industries Limited F-6, Anupam Nagar, Raipur, Chhattisgarh - 492007
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**Subject: Submission of Intimation under Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

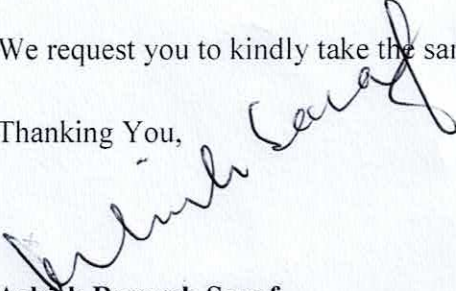
**Ref: Target Company - Manorama Industries Limited (ISIN: INE00VM01036) (BSE Scrip Code: 541974) (NSE Symbol: MANORAMA)**

Dear Sir/Madam,

In terms of Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Ashish Ramesh Saraf, immediate relative of Promoter and Promoter Group, hereby submit the intimation in the specified format with regards to the acquisition of 2,51,84,158 equity shares of the Company on or after 5<sup>th</sup> November, 2024 by way of off-market transfer pursuant to Gift.

We request you to kindly take the same on records.

Thanking You,

  
Ashish Ramesh Saraf  
Acquirer

**Encl: As above**

**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.	<b>Name of the Target Company (TC)</b>	Manorama Industries Ltd (TC)  BSE Scrip Code: 541974 NSE Symbol: MANORAMA
2.	<b>Name of the acquirer(s)</b>	Mr. Ashish Ramesh Saraf
3.	<b>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</b>	Acquirer is the immediate relative of Promoter & Promoter Group
4.	<b>Details of the proposed acquisition</b>	
	<b>a. Name of the person(s) from whom shares are to be acquired</b>	1. Mrs. Vinita Ashish Saraf 2. Mr. Shrey Ashish Saraf 3. Mr. Agastya Saraf
	<b>b. Proposed date of acquisition</b>	On or after 5 <sup>th</sup> November, 2024
	<b>c. Number of shares to be acquired from each person mentioned in 4(a) above</b>	Mr. Ashish Ramesh Saraf will acquire 2,51,84,158 equity shares from his below immediate relatives:  1. Mrs. Vinita Ashish Saraf – 79,35,495 2. Mr. Shrey Ashish Saraf – 44,30,264 3. Mr. Agastya Saraf – 1,28,18,399
	<b>d. Total shares to be acquired as % of capital of TC</b>	Acquirer will acquire 42.256% of the shares of TC from Mrs. Vinita Ashish Saraf, Mr. Shrey Ashish Saraf and Mr. Agastya Saraf in below mentioned ratio, pursuant to a Gift:  1. Mrs. Vinita Ashish Saraf – 13.315% 2. Mr. Shrey Ashish Saraf – 7.433% 3. Mr. Agastya Saraf – 21.508%
	<b>e. Price at which shares are proposed to be acquired</b>	NIL since proposed off market transfer of equity shares of TC is by way of Gift to the Acquirer who is an immediate relative of the Transferor(s).
	<b>f. Rationale, if any, for the proposed transfer</b>	The Transferor / Donor wishes to gift the said Shares to the Transferee / Donee out of natural love and affection, without any monetary consideration.

*Ashish Saraf*

5.	<b>Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer</b>	Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
6.	<b>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.</b>	Not Applicable since no consideration is involved as the proposed transfer of shares to the above mentioned Acquirer will be by way of Gift.
7.	<b>If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.</b>	Not Applicable since no consideration is involved as the proposed transfer of shares to the above mentioned Acquirer will be by way of Gift.
8.	<b>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.</b>	Not Applicable since no consideration is involved as the proposed transfer of shares to the above mentioned Acquirer will be by way of Gift.
9.	<b>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)</b>	With respect to the proposed transfer of shares in terms of Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto, it is hereby declared and confirmed that the Transferor(s) and the Transferee have complied / will comply with the applicable provisions of Chapter V of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)
10.	<b>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</b>	It is hereby declared and confirmed that all the conditions specified under Regulation 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions have been duly complied with.

*Handwritten signature*

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
	<b>a</b>	<b>Acquirer(s) and PACs (other than sellers)(*)</b>				
	1	Mr. Ashish Ramesh Saraf	0	0.00	2,51,84,158	42.26
		<b>TOTAL (a)</b>	<b>0</b>	<b>0.00</b>	<b>2,51,84,158</b>	<b>42.26</b>
	<b>b</b>	<b>Seller (s)</b>				
	1	Mrs. Vinita Ashish Saraf	1,38,95,400	23.31	59,59,905	10.00
	2	Mr. Shrey Ashish Saraf	59,20,240	9.93	14,89,976	2.50
	3	Mr. Agastya Saraf	1,43,08,375	24.01	14,89,976	2.50
		<b>TOTAL (b)</b>	<b>3,41,24,015</b>	<b>57.26</b>	<b>89,39,857</b>	<b>15.00</b>

**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.

  
Ashish Ramesh Saraf

Acquirer

Place: Raipur, Chhattisgarh

Date: 28<sup>th</sup> October, 2024