

SIVA ENTERPRISES PRIVATE LIMITED

Registered Office: Max House, 1, Dr. Jha Marg, Okhla, New Delhi – 110 020

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CIN: U74940DL2016PTC289287

Email id: secretarial@maxventures.co.in

June 21, 2021

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400021

Listing Department
National Stock Exchange of India
Limited
Exchange Plaza, Bandra Kurla
Complex,
Bandra (East)
Mumbai - 400051

The Secretary
Max Ventures &
Industries Limited
Railmajra, Tehsil
Balachaur, Distt.
Nawanshahr
Punjab - 144533

Sub.: Prior Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011 in respect of Inter-se transfer of shares amongst promoters of Max Ventures and Industries Limited

Dear Sir/Madam,

In terms of Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we hereby enclose the prior disclosure in respect of the proposed Inter-se transfer of shares amongst promoters of Max Ventures and Industries Limited.

It may be noted that the Company proposes to acquire **1,46,68,528** (One Crore Six Lakhs Sixty Eight Thousand Five Hundred and Twenty Eight) equity shares of Rs.10/- each amounting to **10%** of the paid up shares capital of Max Ventures and Industries Limited from Max Ventures Investment Holdings Private Limited, **at market price on the date of transaction.**

The proposed transfer is amongst the Promoters and Promoter Group of Max Ventures and Industries Limited as per mutual agreement and as a part of internal restructuring and is exempted under Regulation 10(1)(a)(ii) of the SEBI (SAST) Regulations being qualified as persons named as promoters in the shareholding pattern filed by Max Ventures and Industries Limited in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for not less than three years prior to the proposed acquisition.

You are requested to take note of the above.

Thanking you,

Yours faithfully,
For Siva Enterprises Private Limited



Sahil Vachani
Director

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

S. No	Particulars	Details
1.	Name of the Target Company (TC)	MAX VENTURES AND INDUSTRIES LIMITED
2.	Name of the acquirer(s)	SIVA ENTERPRISES PRIVATE LIMITED
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, the acquirer is a promoter of the TC prior to the transaction.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Max Ventures Investment Holdings Private Limited
	b. Proposed date of acquisition	June 28, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,46,68,528 (One Crore Six Lakhs Sixty Eight Thousand Five Hundred and Twenty Eight) equity shares of Rs.10/- each.
	d. Total shares to be acquired as % of share capital of TC	10% (ten percent)
	e. Price at which shares are proposed to be acquired	Market price on the date of transaction.
	f. Rationale, if any, for the proposed transfer	The proposed transaction is inter-se transfer of shares amongst qualifying persons (who are part of promoter and promoter group of TC), as per mutual agreement and as a part of internal restructuring.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) - persons named as promoters in the shareholding pattern filed by the TC in terms of the SEBI Listing Regulations for not less than three years prior to the proposed acquisition.
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.62.86/- (Rupees Sixty Two and paise Eighty Six Only) per equity share

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S. No	Particulars	Details			
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 confirmed that acquisition price would not be higher by more than 25% of the price computed in point 6 above.			
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)	It is hereby declared 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).			
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 that all the conditions specified under regulation 10(1)(a) with respect to exemptions have 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)(*)				
	Analjit Singh	41,41,481	2.82	41,41,481	2.82
	Neelu Analjit Singh	47,501	0.03	47,501	0.03
	Piya Singh	52,407	0.04	52,407	0.04
	Tara Singh Vachani	47,501	0.03	47,501	0.03
	Siva Enterprises Private Limited	1,91,46,045	13.05	2,98,14,573	23.05
	Ravi Vachani	73,477	0.05	73,477	0.05
	b. Seller (s)				
	Max Ventures Investment Holdings Private Limited	4,93,37,874	33.64	3,46,69,346	23.64
	Total Promoter and Promoter Group shareholding	7,28,46,286	49.66	7,28,46,286	49.66

For Siva Enterprises Private Limited


Sahli Vachani
Director

Date : June 21, 2021

Place: Noida