

8th April 2021

|                                                                                                                              |                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| The Secretary<br>The Bombay Stock<br>Exchange Limited<br>"P.J. Towers"<br>Dalal Street<br>Mumbai-400 001<br>BSE Code: 500730 | The National Stock Exchange of<br>India Ltd.<br>Exchange Plaza<br>Bandra Kurla Complex,<br>Bandra (East)<br>Mumbai-400 051<br>Symbol: NOCIL |
|------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|

Dear Sir,

Sub.: Disclosure under Regulation 30(1), 30(2) and 31(4) of SEBI  
(Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Ref.: NOCIL Limited – Stock Code: 500730

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I, Hrishikesh A. Mafatlal, along with members of the Promoter Group and  
Persons Acting in Concert, hereby make disclosure as per Annexure A  
enclosed, under Regulation 30(2) of SEBI (Substantial Acquisition of  
Shares & Takeovers) Regulations, 2011 in respect of Equity Shares held  
as on 31<sup>st</sup> March 2021.

We have encumbered 64,92,062 Equity Shares as on 31st March 2021  
more particularly mentioned in the enclosed Annexure B.

Pursuant to Regulation 31(4) of the aforementioned Regulations, I wish  
to state that I along with the members of the Promoter Group and Persons  
Acting in Concert, have not made any encumbrance directly or indirectly,  
other than those already disclosed during the financial year more  
particularly mentioned in Annexure B.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,



**Hrishikesh A. Mafatlal**

**(Promoter)**

Encl: as above

| <b>Part A – Details of Shareholding</b>                                                                                                                                                                                                                                                                        |                                                               |                                                           |                                                     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------|
| 1. Name of the Target Company                                                                                                                                                                                                                                                                                  | NOCIL Limited                                                 |                                                           |                                                     |
| 2. Name(s) of the stock exchanges where the shares of the TC are listed                                                                                                                                                                                                                                        | 1. BSE Limited<br>2. National Stock Exchange of India Limited |                                                           |                                                     |
| 3. Particulars of shareholder(s)                                                                                                                                                                                                                                                                               |                                                               |                                                           |                                                     |
| a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25 % of the voting rights of the TC.<br><br>Or | As per list annexed                                           |                                                           |                                                     |
| b. Name(s) of promoter(s) member of the promoter group and PAC with him                                                                                                                                                                                                                                        |                                                               |                                                           |                                                     |
| 4. Particulars of the shareholding of person(s) mentioned at (3) above                                                                                                                                                                                                                                         | Number of shares                                              | % w.r.t. total share / voting capital wherever applicable | % of total diluted share / voting capital of TC (*) |
| As of 31 <sup>st</sup> March 2021, holding of:                                                                                                                                                                                                                                                                 |                                                               |                                                           |                                                     |
| a. Shares                                                                                                                                                                                                                                                                                                      | 5,63,91,184                                                   | 33.93%                                                    | 33.93                                               |
| b. Voting rights (otherwise than by shares)                                                                                                                                                                                                                                                                    | -                                                             | -                                                         | -                                                   |
| c. Warrants                                                                                                                                                                                                                                                                                                    | -                                                             | -                                                         | -                                                   |
| d. Convertible Securities                                                                                                                                                                                                                                                                                      | -                                                             | -                                                         | -                                                   |
| e. Any other instrument that would entitle the holder to receive shares in the TC                                                                                                                                                                                                                              | -                                                             | -                                                         | -                                                   |
| <b>Total</b>                                                                                                                                                                                                                                                                                                   | <b>5,63,91,184</b>                                            | <b>33.93%</b>                                             | <b>33.93%</b>                                       |

Note:

- (\*) 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.
- In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

Place : Mumbai  
Date: 8<sup>th</sup> April 2021



Hrishikesh A. Mafatlal  
(Promoter)

**Part B****Name of the Target Company:** NOCIL Limited

| <b>Name (s) of the person and Persons Acting in Concert (PAC) with the person</b> | <b>Whether the person belongs to Promoter / Promoter group</b> |
|-----------------------------------------------------------------------------------|----------------------------------------------------------------|
| HRISHIKESH A MAFATLAL                                                             | Yes                                                            |
| HRISHIKESH Arvind MAFATLAL (as a trustee of the Gurukripa trust)                  | Yes                                                            |
| Hrishikesh Arvind Mafatlal (as a Trustee of Karuna Trust )                        | Yes                                                            |
| Hrishikesh Arvind Mafatlal (as a Trustee of Narsingha Trust)                      | Yes                                                            |
| Hrishikesh Arvind Mafatlal (as a Trustee of Shrija Trust)                         | Yes                                                            |
| Rekha Hrishikesh Mafatlal (as a Trustee of Radha Raman Trust)                     | Yes                                                            |
| PRIYAVRATA MAFATLAL                                                               | Yes                                                            |
| REKHA HRISHIKESH MAFATLAL                                                         | Yes                                                            |
| MAFATLAL INDUSTRIES LTD                                                           | Yes                                                            |
| SUREMI TRADING PRIVATE LIMITED                                                    | Yes                                                            |
| SUSHRIPADA INVESTMENTS PVT LTD                                                    | Yes                                                            |
| SUMIL HOLDINGS PRIVATE LTD                                                        | Yes                                                            |

Place : Mumbai  
Date: 8<sup>th</sup> April 2021

  
Hrishikesh A. Mafatlal  
(Promoter)

**Annexure A****NOCIL Limited**

| Sr. No.      | Name of Promotor(s), member of the promoter group and Persons Acting in Concert (PAC) with him | No. of Shares      | % w.r.t. total share/ voting capital wherever applicable | % of total diluted share/voting capital of TC (*) |
|--------------|------------------------------------------------------------------------------------------------|--------------------|----------------------------------------------------------|---------------------------------------------------|
| 1            | Hrishikesh A Mafatlal*                                                                         | 900                | 0.00                                                     | 0.00                                              |
| 2            | Rekha Hrishikesh Mafatlal                                                                      | 760                | 0.00                                                     | 0.00                                              |
| 3            | Priyavrata Hrishikesh Mafatlal*                                                                | 12,056             | 0.01                                                     | 0.01                                              |
| 4            | Mafatlal Industries Ltd                                                                        | 2,52,59,059        | 15.20                                                    | 15.20                                             |
| 5            | HRISHIKESH Arvind MAFATLAL (as a trustee of the Gurukripa trust) *                             | 100                | 0.00                                                     | 0.00                                              |
| 6            | Hrishikesh Arvind Mafatlal (as a Trustee of Karuna Trust )                                     | 100                | 0.00                                                     | 0.00                                              |
| 7            | Hrishikesh Arvind Mafatlal (as a Trustee of Narsingha Trust)                                   | 100                | 0.00                                                     | 0.00                                              |
| 8            | Hrishikesh Arvind Mafatlal (as a Trustee of Shrija Trust)                                      | 100                | 0.00                                                     | 0.00                                              |
| 9            | Rekha Hrishikesh Mafatlal (as a Trustee of Radha Raman Trust)                                  | 100                | 0.00                                                     | 0.00                                              |
| 10           | Suremi Trading Pvt. Ltd.*                                                                      | 2,15,99,859        | 12.99                                                    | 12.99                                             |
| 11           | Sumil Holdings Pvt. Ltd.                                                                       | 220                | 0.00                                                     | 0.00                                              |
| 12           | Sushripada Investments Pvt. Ltd.*                                                              | 95,17,830          | 5.73                                                     | 5.73                                              |
| <b>Total</b> |                                                                                                | <b>5,63,91,184</b> | <b>33.93%</b>                                            | <b>33.93%</b>                                     |

\*Note- Pursuant to scheme of Amalgamation of Suremi Trading Private Limited (Transferor Company 1) and Sushripada Investment Private Limited (Transferor Company 2) with Nocil Limited (Transferee Company )sanctioned by Hon'ble National Company law Tribunal ,Mumbai Bench .In accordance with the said scheme Amalgamation Committee of the Company on 30<sup>th</sup> March, 2021 approved the allotment of 3,11,17,689 shares to the shareholder of the Transferor Company 1 and Transferor Company 2 .Further the existing shares held by Transferor Company 1 and Transferor Company 2 in the Share Capital of the Transferee Company have been cancelled pursuant to scheme. While the formalities for change in holding is still on going. Necessary disclosures under SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 regarding allotment of shares pursuant to scheme were filed by Mr. Hrishikesh Mafatlal, Mr. Priyavrata Mafatlal and Mr. Hrishikesh Arvind Mafatlal as a Trustee of Gurukripa Trust on 31<sup>st</sup> March, 2021 with the Exchanges intimating the transactions on the basis of Scheme of Arrangement.

Place : Mumbai  
Date: 8<sup>th</sup> April 2021

  
Hrishikesh A. Mafatlal  
(Promoter)

**Annexure B****Number of shares encumbered by Promoter and Promoter group companies as on 31st March 2021**

| <b>Sr. No.</b> | <b>Name of Promotor(s), member of the promoter group and Persons Acting in Concert (PAC) with him</b> | <b>No. of Shares</b> | <b>% w.r.t. total share/ voting capital wherever applicable</b> | <b>No. of shares pledged</b> |
|----------------|-------------------------------------------------------------------------------------------------------|----------------------|-----------------------------------------------------------------|------------------------------|
| 1              | Hrishikesh A Mafatlal *                                                                               | 900                  | 0.00                                                            | 0                            |
| 2              | Rekha Hrishikesh Mafatlal                                                                             | 760                  | 0.00                                                            | 0                            |
| 3              | Priyavrata Hrishikesh Mafatlal *                                                                      | 12,056               | 0.01                                                            | 0                            |
| 4              | Mafatlal Industries Ltd                                                                               | 2,52,59,059          | 15.20                                                           | 64,92,062                    |
| 5              | HRISHIKESH Arvind MAFATLAL (as a trustee of the Gurukripa trust) *                                    | 100                  | 0.00                                                            | 0                            |
| 6              | Hrishikesh Arvind Mafatlal (as a Trustee of Karuna Trust )                                            | 100                  | 0.00                                                            | 0                            |
| 7              | Hrishikesh Arvind Mafatlal (as a Trustee of Narsingha Trust)                                          | 100                  | 0.00                                                            | 0                            |
| 8              | Hrishikesh Arvind Mafatlal (as a Trustee of Shrija Trust)                                             | 100                  | 0.00                                                            | 0                            |
| 9              | Rekha Hrishikesh Mafatlal (as a Trustee of Radha Raman Trust)                                         | 100                  | 0.00                                                            | 0                            |
| 10             | Suremi Trading Pvt. Ltd.*                                                                             | 2,15,99,859          | 12.99                                                           | 0                            |
| 11             | Sumil Holdings Pvt. Ltd.                                                                              | 220                  | 0.00                                                            | 0                            |
| 12             | Sushripada Investments Pvt. Ltd.*                                                                     | 95,17,830            | 5.73                                                            | 0                            |
| <b>Total</b>   |                                                                                                       | <b>5,63,91,184</b>   | <b>33.93%</b>                                                   | <b>64,92,062</b>             |

Yours faithfully,

**Hrishikesh A. Mafatlal****(Promoter)**

\*Note- Pursuant to scheme of Amalgamation of Suremi Trading Private Limited (Transferor Company 1) and Sushripada Investment Private Limited (Transferor Company 2) with Nocil Limited (Transferee Company )sanctioned by Hon'ble National Company law Tribunal ,Mumbai Bench .In accordance with the said scheme Amalgamation Committee of the Company on 30<sup>th</sup> March, 2021 approved the allotment of 3,11,17,689 shares to the shareholder of the Transferor Company 1 and Transferor Company 2 .Further the existing shares held by Transferor Company 1 and Transferor Company 2 in the Share Capital of the Transferee Company have been cancelled pursuant to scheme. While the formalities for change in holding is still on going. Necessary disclosures under SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 regarding allotment of shares pursuant to scheme were filed by Mr. Hrishikesh Mafatlal, Mr. Priyavrata Mafatlal and Mr. Hrishikesh Arvind Mafatlal as a Trustee of Gurukripa Trust on 31<sup>st</sup> March, 2021 with the Exchanges intimating the transactions on the basis of Scheme of Arrangement.