

24th April 2017

Acquirer: Mr. Vinod Ramnani
Promoter & Promoter Group

From: Mr. Thomas Dietiker
Promoter & Promoter Group

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd
PJ Towers, Dalal Street
Fort, MUMBAI – 400 001
Script Code: 532391

The Manager
National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra (E), MUMBAI – 400 051
Script Code: OPTOCIRCUI

Dear Sir,

Sub: Inter-se Transfer of Shares amongst the Promoter Group and relatives.
Ref: Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011.

With reference to the subject cited above, this is to inform that, I, Vinod Ramnani, being a part of Promoter Group of Opto Circuits (India) Limited., (hereinafter referred as “the Company”) intended to acquire 15,00,000 Equity Shares of the Company from Mr. Thomas Dietiker, part of the Promoter Group as follows on Market Price.

Sl No	Date of Transaction on or after	Name of the person (belongs to Promoter Group) Transferor	Name of the Transferee/ Acquirer	No of Shares proposed to be acquired by way of Consideration	% of Holding
01	29.04.2017	Mr. Thomas Dietiker	Mr. Vinod Ramnani	15,00,000	0.62%

This being an “inter se” transfer of shares amongst Promoter Group and inter se relatives, the same falls within the exemptions {under Regulation 10(1)(a) (ii)} provided under SEBI (SAST) Regulations, 2011. Consequent to the above acquisition, the Equity Shareholding, in the Company will increase from 3, 40, 43,581 Equity Shares (14.05%) to 3, 55, 43,581 Equity Shares (14.66%).

The aggregate holding of Promoter and Promoter Group before and after the above inter se transaction remains the same (details individually enclosed).

In this connection the necessary disclosure under Regulation 10(5) for the above said acquisition in the prescribed format is enclosed herewith for your kind information and records.

Thanking you,

Yours faithfully



Acquirer
VINOD RAMNANI

24th April 2017

Acquirer: Mrs. Usha Ramnani
Promoter & Promoter Group

From: Mr. Thomas Dietiker
Promoter & Promoter Group

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd
PJ Towers, Dalal Street
Fort, MUMBAI – 400 001
Script Code: 532391

The Manager
National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra (E), MUMBAI – 400 051
Script Code: OPTOCIRCUI

Dear Sir,

Sub: Inter-se Transfer of Shares amongst the Promoter Group and relatives.

Ref: Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011.

With reference to the subject cited above, this is to inform that I, Usha Ramnani, being a part of Promoter Group of Opto Circuits (India) Limited., (hereinafter referred as "the Company") intended to acquire 5,00,000 Equity Shares of the Company from Mr. Thomas Dietiker, part of the Promoter Group as follows on Market Price.

Sl No	Date of Transaction on or after	Name of the person (belongs to Promoter Group) Transferor	Name of the Transferee/ Acquirer	No of Shares proposed to be acquired by way of Consideration	% of Holding
01	29.04.2017	Mr. Thomas Dietiker	Mr. Usha Ramnani	5,00,000	0.21%

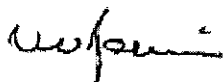
This being an "inter se" transfer of shares amongst Promoter Group and inter se relatives, the same falls within the exemptions {under Regulation 10(1)(a) (ii)} provided under SEBI (SAST) Regulations, 2011. Consequent to the above acquisition, the Equity Shareholding, in the Company will increase from 95,85,176 Equity Shares (3.96%) to 1,00,85,176 Equity Shares (4.16%).

The aggregate holding of Promoter and Promoter Group before and after the above inter se transaction remains the same (details individually enclosed).

In this connection the necessary disclosure under Regulation 10(5) for the above said acquisition in the prescribed format is enclosed herewith for your kind information and records.

Thanking you,

Yours faithfully,



Acquirer
USHA RAMNANI

Shareholding details of Promoters	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
Mr.Vinod Ramnani (acquirer)	3, 40, 43,581	14.05%	3, 55, 43,581	14.66%).
Ms.Usha Ramnani (acquirer)	95,85,176	3.96%	1,00,85,176	4.16%
Mr.Thomas Dietiker (Seller)	1,18,36,150	4.88%	98,36,150	4.04%
Mr.Jayesh Patel	1,15,67,555	4.77%	1,15,67,555	4.77%
Total	6,70,32,462	27.66	6,70,32,462	27.66%

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)	OPTO CIRCUITS (INDIA) LIMITED
2.	Name of the acquirer(s)	MR.VINOD RAMNANI MS.USHA RAMNANI
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	The acquirers are part of existing Promoter Group.
4.	Details of the proposed acquisition	
	Name of the person(s) from whom shares are to be acquired	Mr.Thomas Dietiker
	Proposed date of acquisition	On or after 29.04.2017
	Number of shares to be acquired from each person mentioned in 4(a) above	15 Lakhs Equity Shares to be acquired by Mr.Vinod Ramnani & 5 Lakhs Equity Shares to be acquired by Ms.Usha Ramnani.
	Total shares to be acquired as % of share capital of TC	0.82%
	Price at which shares are proposed to be acquired	Market Price
	Rationale, if any, for the proposed transfer	Inter- se transfer among promoters.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1) (a) (ii) of SEBI (SAST) 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.10.57
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.	YES
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	YES
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with	YES

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)(*)	4,36,28,757	0.18%	4,56,28,757	18.83%
	b Seller (s)	1,18,36,150	4.88%	98,36,150	4.06%

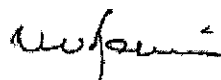
Note: (*) Shareholding of each entity may be shown separately and then collectively in a group. • The above disclosure shall be signed by the acquirer mentioning date • & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

We hereby also declare that all the provisions of Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 shall be complied with.

We hereby also declare that all the conditions as specified under Regulation 10(1) (a) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 has been duly complied with.



VINOD RAMNANI
(Acquirer)



USHA RAMNANI
(Acquirer).