

April 10, 2021

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra East, Mumbai – 400051

To,
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400001

Subject: Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Share and Takeover) Regulations, 2011 ('SEBI (SAST) Regulations, 2011')

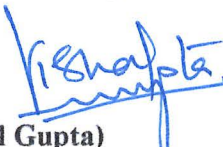
Dear Sir/Madam,

This is in reference to the above captioned subject, we, Vishal Gupta, Vikas Gupta and Anurag Gupta (hereinafter referred to as 'Acquirers') along with Neelu Gupta, Sarika Gupta and Nitasha Gupta (hereinafter collectively referred to as 'PACs'), intend to acquire, 21,34,483 (Twenty One Thirty Four Thousand Four Hundred and Eighty Three) Equity Shares representing 10.84% Equity Shares of the paid-up share capital of the PG Electroplast Limited ('Target Company') and 10.60% of the diluted share capital of the Target Company; 21,60,830 (Twenty One Lakhs Sixty Thousand Eight Hundred and Thirty) Equity Shares representing 10.97% Equity Shares of the paid-up share capital of the Target Company and 10.73% of the diluted share capital of the Target Company and 4,65,000 (Four Lakhs Sixty Five Thousand) Equity Shares representing 2.36% Equity Shares of the paid-up share capital of the Target Company and 2.31% of the diluted share capital of the Target Company respectively from Sudesh Gupta (hereinafter collectively referred to as 'Seller'), existing member of promoter group of the Target Company.

The Acquirers and Seller are qualifying persons in terms of the provisions of Regulation 10(1)(a)(i) of the SEBI (SAST) Regulations, 2011, hence intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011 for the proposed acquisition of shares is being submitted herewith.

Kindly take the above information in your records.

For and on behalf of
Acquirers along with PACs


(Vishal Gupta)

Disclosure 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)	PG Electroplast Limited
2.	Name of the acquirer(s)	Vishal Gupta Vikas Gupta Anurag Gupta (hereinafter referred to as 'Acquirers') Neelu Gupta Sarika Gupta Nitasha Gupta (hereinafter collectively referred to as 'PACs')
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
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Sudesh Gupta (hereinafter referred to as 'Seller')
	b. Proposed date of acquisition	On or after Tuesday, April 20, 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	47,60,313 (Forty Seven Lakhs Sixty Thousand Three Hundred and Thirteen) Equity Shares representing 24.17% Equity Shares of the paid-up share capital of the Target Company and 23.65% of the diluted share capital of the Target Company.
	d. Total shares to be acquired as % of share capital of TC	47,60,313 (Forty Seven Lakhs Sixty Thousand Three Hundred and Thirteen) Equity Shares representing 24.17% Equity Shares of the paid-up share capital of the Target Company and 23.65%

Vishal Gupta

		of the diluted share capital of the Target Company.
	e. Price at which shares are proposed to be acquired	Nil The shares would be acquired by way of gift.
	f. Rationale, if any, for the proposed transfer	Gift of Shares from mother to her sons.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub-clause (i) of clause (a) of sub-regulation (1) of Regulation 10 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) 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.	The Equity Shares of the Target Company are Frequently traded on National Stock Exchange of India Limited ('NSE') and on BSE Limited ('BSE'). Accordingly, the volume weighted average market price as determined on the basis of data available from NSE is coming out to be INR 353.15/- (Indian Rupees Three Hundred Fifty Three and Fifteen Paise Only).
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.	The Acquirers does hereby declare that the acquisition price would not be more than 25% of the price computed in point 6 above.
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	i. The Acquirers does hereby declare that the transferor and transferee have complied with the disclosure requirements in terms of Chapter V of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 during last three years. ii. The details of the disclosures made during the previous three years under Chapter V of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeover)

Resha Gupta

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.	Regulations, 2011 are enclosed herewith:				
	S.No.	Name of Acquirer	Date of Transaction	Types of transaction	Regulation
	1.	Vishal Gupta, Vikas Gupta, Promod Gupta, Anurag Gupta, Neelu Gupta, Sudesh Gupta, Sarika Gupta, Nitasha Gupta	25.03.2019	Allotment of Equity Shares on preferential basis	Regulation 29(2)
	2.	Sudesh Gupta along with PACs	27.12.2019	Transmission of shares	Regulation 29(2)
	3.	Sudesh Gupta, Anurag Gupta, Vishal Gupta, Vikas Gupta & PACs	14.02.2020	Preferential allotment of shares pursuant to conversion of loan	Regulation 29(2)
	4.	Sudesh Gupta along with PACs	25.02.2020	Transmission of locked-in shares	Regulation 29(2)
	5.	Vishal Gupta, Vikas Gupta, Anurag Gupta, Neelu Gupta, Sarika Gupta, Nitasha Gupta	03.09.2020 to 31.03.2021	Market acquisition & preferential allotment of warrants	Regulation 29(2)
	6.	Promoter & Promoter Group	Financial Year 2017-18	Annual Disclosure	Regulation 30
	7.	Promoter & Promoter Group	Financial Year	Annual	Regulation 30

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				2018-19	Disclosure	
		8.	Promoter & Promoter Group	Financial Year 2019-20	Annual Disclosure	Regulation 30
		9.	Promoter & Promoter Group	Financial Year 2019-20	Annual Declaration	Regulation 31(4) read with Regulation 31(5)
		10.	Promoter & Promoter Group	Financial Year 2020-21	Annual Disclosure	Regulation 30
		11.	Promoter & Promoter Group	Financial Year 2020-21	Annual Declaration	Regulation 31(4) read with Regulation 31(5)
		The applicable disclosures filed during the last three years prior to the date of transaction are annexed herewith as 'Annexure A'.				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The Acquirers do hereby declare that all the conditions as specified in Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 has been duly complied.				
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	

Signature

	Acquirers				
	Vishal Gupta	28,51,991	14.48	49,86,474	25.32
	Vikas Gupta	28,47,701	14.46	50,08,531	25.43
	Anurag Gupta	24,61,201	12.50	29,26,201	14.86
	PACs				
	Neelu Gupta	5,11,000	2.59	5,11,000	2.59
	Sarika Gupta	1,71,016	0.87	1,71,016	0.87
	Nitasha Gupta	1,48,959	0.76	1,48,959	0.76
	TOTAL	89,91,868	45.66	1,37,52,181	69.83
	Seller				
	Sudesh Gupta	47,60,313	24.17	Nil	NA
	TOTAL	47,60,313	24.17	Nil	NA

For and on behalf of

Acquirers along with PACs


(Vishal Gupta)

Date: April 10, 2021

Place: Pune