

MADHYAM FARMING SOLUTIONS PRIVATE LIMITED

CIN: U15549PN2018PTC174601

Registered Office: "Nirmal Residency", Behind Prabhat Dairy Limited,
Gut No.122, At. Ranjankhol, Post. Tilaknagar, Tal. Rahata, Dist. Ahmednagar – 413720.
Email: madhyam.agritech@gmail.com

April 8, 2021

BSE Limited
Listing Department
P.J. Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra,
Mumbai – 400 051

Dear Sir,

Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is to inform you that Madhyam Farming Solutions Private Limited has acquired 4,42,83,727 equity shares (with face value of INR 10 each) of Prabhat Dairy Limited, on April 6, 2021 pursuant to the delisting offer in accordance with the SEBI (Delisting of Equity Shares) Regulations, 2009.

In view of the above, please find attached the requisite disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Yours faithfully,

For and on behalf of **Madhyam Farming Solutions Private Limited**



Name: Vivek Nirmal
Designation: Director

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Prabhat Dairy Limited	
2.	Name of the acquirer(s)	Madhyam Farming Solutions Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and the National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition pursuant to the delisting offer made by the Acquirer along with Mr. Sarangdhar Ramchandra Nirmal, Mr. Vivek Sarangdhar Nirmal, and Nirmal Family Trust	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(f)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, • whether disclosure was made and whether it was made within the timeline specified under the regulations. • date of filing with the stock exchange.	No. (<i>Please refer to Note 1</i>) Not Applicable. Not Applicable.	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5) (<i>Please refer to Note 1</i>)	Whether the disclosures under regulation 10(5) are actually made
(a)	Name of the transferor / seller	Public shareholders	Not Applicable
(b)	Date of acquisition	April 6, 2021	Not Applicable
(c)	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	4,42,83,727 Equity Shares	Not Applicable
(d)	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	45.34%	Not Applicable
(e)	Price at which shares are proposed to be acquired / actually acquired	INR 101	Not Applicable
8.	Shareholding details	Pre-Transaction	Post-Transaction

		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
(a)	Each Acquirer / Transferee(*)	<i>Please refer to Annexure A</i>			
(b)	Each Seller / Transferor				

Note:

- (*) Shareholding of each entity shall 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.

Note 1: The Acquirer along with the Mr. Sarangdhar Ramchandra Nirmal, Mr. Vivek Sarangdhar Nirmal, and Nirmal Family Trust had made a delisting offer to the public shareholders of the Target Company in accordance with the SEBI (Delisting of Equity Shares) Regulations, 2009. Since the Acquirer is seeking exemption under Regulation 10(1)(f) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, there is no requirement to file a disclosure under Regulation 10(5). Accordingly, the Acquirer has not filed any disclosure under Regulation 10(5).

For, Madhyam Farming Solutions Private Limited




Name: Vivek Nirmal
Designation: Director
Place: Shrirampur
Date: April 08, 2021

Annexure A

Particulars	No. of Equity Shares	Shareholding (%)
Pre transaction shareholding		
Promoter and promoter group		
- Mr. Sarangdhar Ramchandra Nirmal	11,25,000	1.15
- Madhyam Farming Solutions Private Limited	Nil	Nil
- Mr. Vivek Sarangdhar Nirmal	11,25,000	1.15
- Nirmal Family Trust	4,55,60,584	46.64
- Mr. Kishor Ramchandra Nirmal	11,25,000	1.15
Public Shareholders (Sellers)	4,87,40,547	49.90
Post transaction shareholding		
Promoter and promoter group		
- Mr. Sarangdhar Ramchandra Nirmal	11,25,000	1.15
-Madhyam Farming Solutions Private Limited	4,42,83,727	45.34
-Mr. Vivek Sarangdhar Nirmal	11,25,000	1.15
-Mr. Kishor Ramchandra Nirmal	11,25,000	1.15
Nirmal Family Trust	4,55,60,584	46.64
Public Shareholders (Sellers)	4456820	4.56

For, Madhyam Farming Solutions Private Limited




Name: Vivek Nirmal
 Designation: Director
 Place: Shrirampur
 Date: April 08, 2021