

29th March, 2018

DCS – Listing,
BSE Limited,
Dalal Street, P.J.Towers,
Mumbai 4000 001

Listing Department,
National Stock Exchange of India Limited,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

Dear Sir,

Sub : Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 submitted to SEBI

In connection with above subject matter, we wish to place on record that Mr. Anuj Narayandas Rathi, Member of the Rathi Promoter Group has filed the above report with SEBI, Mumbai on 28th March, 2018 for claiming exemption under 10(1)(a)(ii) of SEBI Takeover Regulations, 2011 for inter se transfer of shares between Rathi Promoter Group by way of gift and the same has been acknowledged by SEBI.

Copy of the aforesaid letter duly acknowledged by SEBI is attached herewith for your information.

Kindly take the above on record and further arrange to publish in your website for the information of our shareholders, investors and public at large.

Thank you.

Yours truly,

For Sudarshan Chemical Industries Limited



P.S.Raghavan
Company Secretary & Compliance Officer



Encl : As above

Sudarshan Chemical Industries Limited
Global Head Office :
162 Wellesley Road, Pune - 411 001, India
Tel: +91 20 260 58 888 Fax: +91 20 260 58 222
Email : contact@sudarshan.com
www.sudarshan.com

FROM

ANUJ NARAYANDAS RATHI
113/3, Koregaon park
Pune – 411001

Mobile No. : 9822456723
E-Mail : anrathi@sudarshan.com

TO,

The Executive Director
Corporate finance Department
Division of Corporate Restructuring / Division of Issue of and Listing
Securities and Exchange Board of India
SEBI Bhawan, C 4 – A, G Block
Bandra Kurla Complex
Bandra (East),
Mumbai 400 051



Dear Sirs,

Sub: Report under Regulation (10) (7) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011 (As amended) – Acquisition of shares of Sudarshan Chemical Industries Limited in terms of Regulation 10(1)(a) (ii) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011 (As amended) - inter se transfers between members of Rathi Promoter Group by way of Gift .

This is to inform you that the undersigned has acquired on 6th March 2018 by way of Gift (without consideration) a total of 16,20,000 equity shares of the face value of Rs. 2/- per share aggregating to 2.34 % from Mr. Narayandas Jagannath Rathi (Transferor) who along with myself (Transferee/Acquirer) are part of Rathi Promoter Group and in the management and control of Sudarshan Chemical Industries Limited , Pune .

I am advised that inter se transfer of shares of Sudarshan Chemical Industries Limited by way of Gift (without consideration) is exempted under Regulation 10(1)(a)(ii) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011 as amended .

As mandated under Regulation 10 (7) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011(As amended) and in the capacity of acquirer I am submitting report along with the following documents to your

office giving relevant details concerning the acquisition of shares of Sudarshan Chemical Industries Limited by way of Gift from Mr. Narayandas Jagannath Rathi.

- a. Disclosures in the Annual Report pertaining to last three years of Sudarshan Chemical Industries Limited , Pune regarding composition of the Rathi Promoter Group. (Encl: No. 1, 1A and 1B)
- b. Disclosures under Regulation 30 (3) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011.(Encl: No. 2, 2A and 2B)
- c. Disclosure under Regulation 10(5) and 10 (6) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011, in respect of the current acquisition of shares by way of Gift) .(Encl: No. 3 and 3A)
- d. Disclosures under Regulation 29(3) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011, in respect of the current acquisition of shares by way of Gift) (Encl: No.4) .
- e. Disclosures by the Target Company in respect of filing of the Shareholding Pattern of the Company in terms of Regulation 31 of the SEBI , LODR Regulations 2015 for filings made with BSE and NSE in respect of each of the quarter comprising of the three financial years immediately preceding the acquisition of shares of the Target Company by way of Gift.(Encl: No. 5)
- f. Declaration that all the conditions specified under Regulation (10) (1) (a) (ii) SEBI (Substantial Acquisition of shares and Takeovers) Regulations , 2011 in respect of the acquisition have been duly complied with (Encl: No. 6).

Further I enclose Demand Draft No. 023052 dated 16/03/2018 drawn on HDFC Bank. for Rs. 1,50,000/- in favour of the Securities and Exchange Board of India , payable at Mumbai towards fees payable for submission of this application.

You will observe from the above that the (Mr. Narayandas Jagannath Rathi) transferor and Mr. Anuj Narayandas Rathi (Transferee) have been continuously holding shares of Sudarshan Chemical Industries Limited (Target Company) for a period of three years prior to the date of acquisition of shares i.e. 6th March, 2018.

I therefore request you to take the report along with other enclosures on your record and acknowledge the duplicate copy of this letter for having received the same.

Thank you.

Yours truly,



ANUJ NARAYANDAS RATHI
MEMBER OF RATHI PROMOTER GROUP

Encl: As above.

Place : Pune

Date : 13/03/2018

CC. :

DSC – Listing
The BSE Limited
Surveillance Dept.
1st Floor, New Trading Ring
Rotunda Building, P.J.Towers Dalal
Street, Fort, Mumbai – 400 001
Ref. Stock Code : 506655

Listing Department
National Stock Exchange of India
Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051
Ref. Stock Code : SUDARSHCHEM

Mr. P.S. Raghavan
Company Secretary
Sudarshan Chemical Industries Limited
162, Wellesley Road
Pune – 411 001

ANUJ NARAYANDAS RATHI
113/3, Koregaon Park
Pune – 411001

Mobile No. : 9822456723
E-Mail : anrathi@sudarshan.com

**DECLARATION PURSUANT TO REGULATION 10(7) OF THE SEBI
(ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS , 2011 , AS
AMENDED**

I , Anuj Narayandas Rathi adult and resident of Pune do state and declare as follows:

1. That I am member of Rathi Promoter Group who has management and control of Sudarshan Chemical Industries Limited (Target Company) ;
2. And that I have on this 6th March 2018 acquired by way of Gift (without consideration) 16,20,000 Equity shares of the face value of Rs. 2/- aggregating to 2.34 % of the paid up equity capital of the Target Company from Mr. Narayandas Jagannath Rathi (Transferors) also members of Rathi Promoter Group;
3. And that Rathi Promoter Group has made all disclosures from time to time under Regulation 30 (3) of the SEBI (Acquisition of shares & Takeovers) Regulations , 2011 as amended ;
4. And that in the capacity of Acquirer I have made all relevant disclosures under Regulation 10 (5) and Regulation 29 (3) of the SEBI (Acquisition of shares & Takeovers) Regulations , 2011 as amended;
5. And that this acquisition of shares by way of Gift by me is an inter Se Transfer of shares between members of Rathi Promoter Group falling with Regulation 10(1)(a) (ii) of the SEBI (Acquisition of shares & Takeovers) Regulations , 2011 as amended;
6. And that Mr. Narayandas Jagannath Rathi (Transferors) and the Transferee (Anuj Narayandas Rathi) have continuously held shares in the Target Company continuously during the three years prior to the acquisition;
7. And that there is no change in the overall percentage of shares held by Rathi Promoter Group in the Target Company which continuously stands at 52.89 %.
8. And that the undersigned has complied with the provisions of the SEBI (Acquisition of shares & Takeovers) Regulations , 2011 as amended in respect of the subject acquisition in a timely manner .

Given this 13th day of March 2018 at Pune .



ANUJ NARAYANDAS RATHI
ACQUIRER