

Kranti Gada Arambhan

B-702, Ariisto Sapphire, 2nd Hasnabad Lane, Santacruz (West), Mumbai-400054.

March 17, 2017

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E), Mumbai-400 051.
NSE Symbol: SHEMAROO

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai-400 023.
Scrip Code : 538685

Dear Sir/Madam,

Sub: Notice under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").

We being part of Immediate Relatives of Promoter and Promoter Group of Shemaroo Entertainment Limited (CIN: L67190MH2005PLC158288) intend to acquire from Promoter and Promoter Group by way of 'inter-se' transfer aggregating upto 16,40,420 equity shares of Shemaroo Entertainment Limited. This acquisition is pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation 10(1)(a)(i) Takeover Regulations.

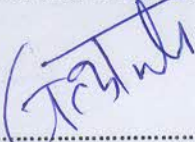
Please find enclosed the form as prescribed under Regulation 10(5) of the Takeover Regulations setting out the details of the proposed acquisition of shares of Shemaroo Entertainment Limited by way of inter-se transfer.

This is for your information and records.

Thanking you,

Yours faithfully,

For and on behalf of the Acquirers


.....
Kranti Gada Arambhan
Authorised Signatory

Encl.: As above

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)	Shemaroo Entertainment Limited
2	Name of the acquirer(s)	1. Mrs. Madhuri Gada 2. Mrs. Kranti Gada Arambhan
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	Immediate Relatives
4	Details of the proposed acquisition	
	a Name of the person(s) from whom shares are to be acquired	Mr. Hiren Gada
	b Proposed date of acquisition	On or after 24.03.2017
	c Number of shares to be acquired from each person mentioned in 4(a) above	16,40,420
	d Total shares to be acquired as % of share capital of TC	6.03%
	e Price at which shares are proposed to be acquired	At the market price prevailing on the date of acquisition subject to proviso to Regulation 10(1)(a) and subject to SEBI circular on Block Deals
	f Rationale, if any, for the proposed transfer	N.A
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(i)
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.	410.5 (Based on trades on NSE)
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
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 confirm that the acquisition price would not be higher by more than 25% of the price computed in point 6

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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)	Not Applicable			
	ii	The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.				
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 hereby declares that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.			
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)(*)				
		Mrs. Madhuri Gada	-	-	10,93,580	4.02
		Mrs. Kranti Gada Arambhan	-	-	5,46,840	2.01
	b	Seller (s)				
		Mr. Hiren Gada	16,40,520	6.03	100	0.00

For and on behalf of all Acquirers

Kranti Gada Arambhan
Authorised Signatory

Date: 17.03.2017

Place: Mumbai