

South West Pinnacle

ISO 9001 : 2015 Certified Company

South West Pinnacle Exploration Limited

(formerly known as South West Pinnacle Exploration Pvt. Ltd.)

CIN No.: L13203HR2006PLC049480

Regd. & Corp. Office:

"Sidhartha House"

4th Floor, Plot No - 6, Sector-44,

Gurugram-122003

Haryana, INDIA

(T) : + 91 124 4235400/01/03

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(E) : info@southwestpinnacle.com

(W) : www.southwestpinnacle.com

Date: May 24, 2021

To,

Manager

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai-400051

Symbol: SOUTHWEST

Subject: Submission of Disclosure received for Inter-Se Transfer of Shares Between Promoters/Promoters Group in accordance with Regulation 10 (5) Of SEBI (SAST) Regulation, 2011

Dear Sir/Madam,

We wish to inform you that the company has received a disclosure from Mr. Vikas Jain, Promoter of South West Pinnacle Exploration Limited on his behalf and on behalf of other promoter & acquirer under Regulation 10 (5) Of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of intimation of proposed Inter-Se Transfer of Shares among Promoters/Promoters Group of M/s South West Pinnacle Exploration Limited under regulation 10(1)(a)(ii) of SEBI (SAST) Regulation, 2011.

This is for your information and records and necessary dissemination.

Thanking you,

Yours faithfully,

For South West Pinnacle Exploration Limited

Vaishali

Vaishali

Company Secretary & Compliance Officer



Encl: a/a

Date: 24.05.2021

To,
The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Symbol: SOUTHWEST

Sub:-Submission of Disclosure required in accordance with Regulation 10(5) of SEBI (SAST) Regulations,2011.

Ref:-Inter-se transfer of shares between Promoters & Promoter Group[exempted in terms of Regulation 10(1)(a)(ii) of SEBI(SAST) Regulations,2011]

Dear Sir/Madam

We, Mr. Vikas Jain, and Mr. Piyush Jain Promoters of M/s South West Pinnacle Exploration Limited (hereinafter referred as "the Company") shall acquire 46,00,000 (Forty Six Lacs) Equity Shares of the company from (Gajraj Jain HUF) held by it in the company through off-market as our share as coparcener of the HUF pursuant to and in terms of the total partition and dissolution of Gajraj Jain (HUF), Member of Promoter Group of the company. The detail of the acquisition is enclosed herewith as **Annexure A**.

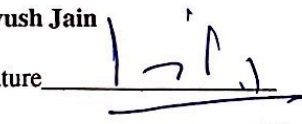
This being an "inter-se "transfer of shares amongst Promoters (Mr. Vikas Jain & Mr. Piyush Jain being Transferee/acquirers) and Promoter Group i.e. Gajraj Jain (HUF)(transferor) and therefore exempted in terms of Regulation 10(1)(a)(ii) of SEBI(SAST) Regulations,2011.

The disclosure as required under Regulation 10(5) in the prescribed format for the above said proposed acquisition/transfer is enclosed herewith for your kind information and records.

Kindly take the same on record and acknowledge the receipt of the same.

Thanking you
Yours faithfully

1. Vikas Jain
Signature- 

2. Piyush Jain
Signature- 

Encls: As above

Copy to:-
M/s.South West Pinnacle Exploration Limited
Regd office- Siddhartha House, 4th Floor, Plot No-06
Sector-44 Gurgaon 122001

Annexure-A

Date of transaction	Name of persons(belonging to promoter & promoter group)Transferor/Seller	Name of persons(belonging to promoter & promoter group)Transferee /Acquirer	No. of shares acquired as coparcener's share on partition and dissolution of Gajraj Jain (HUF)	% of holding
On or after 31.05.2021	Gajraj Jain (HUF) (Promoter Group)	1.Mr. Vikas Jain 2.Mr. Piyush Jain	1.Mr. Vikas Jain - 27,60,000 2.Mr. Piyush Jain - 18,40,000	16.49%

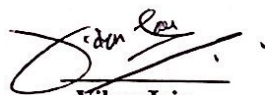
Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	South West Pinnacle Exploration Limited
2.	Name of the acquirer(s)	Mr. Vikas Jain & Mr. Piyush Jain
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, Mr. Vikas Jain and Mr. Piyush Jain are the sons of Mr. Gajraj Jain and promoter of South West Pinnacle Exploration Limited
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Gajraj Jain HUF (Promoter Group)
	b. Proposed date of acquisition	On or after 31.05.2021
	c. Number of shares to be acquired from person mentioned in 4(a) above	Gajraj Jain HUF- 46,00,000 (Total) Vikas Jain -2760000 Piyush Jain-1840000
	d. Total shares to be acquired as% of share capital of TC	16.49% 1.Vikas Jain -2760000[9.894%] 2.Piyush Jain-1840000[6.596%]
	e. Price at which shares are proposed to be acquired	Not Applicable No consideration involved, since the transfer of share are entailing from partition & dissolution of Gajraj Jain (HUF) AND Mr Vikas Jain & Mr. Piyush Jain are receiving the said equity shares on distribution as coparceners of Gajraj Jain (HUF) .
	f. Rationale, if any, for the proposed transfer	Distribution on partition & dissolution of Gajraj Jain (HUF) of 46,00,000 to Mr Vikas Jain & Mr. Piyush Jain as coparceners of Gajraj Jain (HUF).
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1) (a) (ii) [Inter-se transfer among Promoter & Promoter Group the persons named as promoters/Promoter Group in shareholding pattern filed by the target company].
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.	Not Applicable [refer point (4)(e)]
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable [refer point (4)(e)]

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.	Not Applicable [refer point (4)(e)]			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	The disclosure requirement in chapter V of Takeover Regulation are being complied with/will be complied with			
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 conditions specified under Regulation 10 (1) (a) (ii) with respect to exemptions has been duly complied with/shall be complied with. <i>The Transferor and Transferees both belonging to and shown as promoters to promoter/promoter Group in the Shareholding pattern filed with the Stock exchange (NSE).</i>			
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)(*)				
(a)(1)	Mr. Vikas Jain	92,58,539	33.18	1,20,18,539	43.07
(a)(2)	Mr. Piyush Jain	51,79,861	18.56	70,19,861	25.15
(b)	Seller (s)				
	Gajraj Jain (HUF)	46,00,000	16.49	NIL	NIL

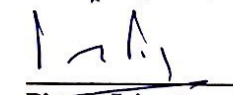
Notes:

1. Total Equity Shares held by Gajraj Jain (HUF) in the reporting Company is 46,00,000, constituting 16.49% of the total Paid up capital of the Reporting Company.
2. The proposed transfer of 46,00,000 Equity Shares of the reporting Company herein above, is as a result of distribution of assets on partition & dissolution of Gajraj Jain (HUF) & Mr Vikas Jain & Mr. Piyush Jain are receiving the said equity shares as coparceners of Gajraj Jain (HUF).
3. As per the distribution of the assets of Gajraj Jain (HUF), Mr. Vikas Jain receive 27,60,000 Equity Shares & Mr. Piyush Jain 18,40,000 of the reporting Company.



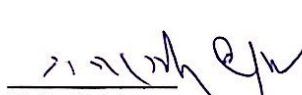
Vikas Jain
Acquirer

Promoter



Piyush Jain
Acquirer

Promoter



Gajraj Jain
Karta of Gajraj (HUF)
Transferor
Promoter Group

(Promoter and Promoter group of South West Pinnacle Exploration Limited)