



SHREE TIRUPATI BALAJEE AGRO TRADING CO. PVT. LTD.

(MANUFACTURER OF HDPE / PP WOVEN SACKS / FIBC / JUMBO BAGS
BOPP / NON WOVEN BAGS / TARPOLINE

CIN-U25204MP2001PTC014855

FACTORY : Plot No. 192, Sector-1, Pithampur (M.P.) India.
Ph. : (07292) 417750-69 (EPBX) Fax : (07292) 417761
website : www.tirupatibalajee.net



RATED
[ICRA]BBB(Stable)

ISO 9001 : 2015
Reg. No. : RQ91/2883

Date: December 11, 2020

To,

Listing Department
National Stock Exchange of India Limited
Exchange Plaza Block G, C 1, Bandra East, Mumbai,
Maharashtra 400051
Trading Symbol: TIRUPATI

Company Secretary and Compliance Officer
Shree Tirupati Balajee FIBC Limited
Plot No. A.P.-14 (Apparel Park), SEZ Phase-II,
Industrial Area Pithampur MP -454774
Trading Symbol: TIRUPATI

Dear Sir,

Ref: Disclosure pursuant to Regulation 10(6) read with Regulation 10(1)(d)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011 - Report to Stock Exchanges in respect of acquisition made in reliance upon exemption provided for in Regulation 10 of Takeover Code.

The scheme of arrangement for amalgamation of Anant Textiles Private Limited, Crazy Dealcom Private Limited, Haste Vintrade Private Limited, Agrolin Tarpoline Private Limited, Nageshwar Vinimay Private Limited, Anant Trexim Private Limited, Suhana Tradelinks Private Limited, Vinita Software Private Limited ("Transferor Companies") with Shree Tirupati Balajee Agro Trading Company Private Limited ("Transferee Company") and their shareholders and creditors under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 ("Scheme") has been approved by the Honorable National Company Law Tribunal, Indore Bench at Ahmedabad on November 3, 2020 (certified copy received on November 11, 2020) and is effective from December 5, 2020.

In view of above, please find attached herewith the disclosure under Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011, for acquiring 50,98,536 equity shares (constituting 50.33% of the total paid up capital) of Shree Tirupati Balajee FIBC Limited held by Nageshwar Vinimay Private Limited, Anant Trexim Private Limited and Suhana Tradelinks Private Limited in reliance upon exemption provided pursuant to Regulation 10(1)(d)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011.

Kindly request you to update the same in your record.

Thanking You,

Yours Faithfully,

For Shree Tirupati Balajee Agro Trading Company Private Limited

Binod Kumar Agarwal
Managing Director
DIN: 00322536



Encl: Disclosure under Regulation 10(6) read with Regulation 10(1)(d)(iii)



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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

	Name of the Target Company (TC)	Shree Tirupati Balajee FIBC Limited			
1.	Name of the acquirer(s)	Shree Tirupati Balajee Agro Trading Company Private Limited			
2.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited			
3.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Refer Note 1			
4.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
5.	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, the disclosure of proposed acquisition was not required to be made under regulation 10(5)			
6.	Details of acquisition	Disclosures made / required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a. Name of the transferor / seller	Not Applicable			
	b. Date of acquisition				
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above				
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired				
7.	Shareholding details (*)	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee				
	Shree Tirupati Balajee Agro Trading Company Private Limited	0	0.00%	50,98,536	50.33%
	– Each Seller / Transferor				
	Nageshwar Vinimay Private Limited	13,95,000	13.77%	0	0.00%
	Anant Trexim Private Limited	9,00,000	8.88%	0	0.00%
	Suhana Tradelinks Private Limited	28,03,536	27.68%	0	0.00%

For SHREE TIRUPATI BALAJEE AGRO TRADING COMPANY PRIVATE LIMITED

Binod Kumar Agarwal
Managing Director
DIN: 00322536





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Note 1: Details of the transaction including rationale, if any, for the transfer/ acquisition of shares

The Honorable National Company Law Tribunal, Indore Bench at Ahmedabad ("NCLT") has approved the scheme of arrangement for amalgamation of Anant Textiles Private Limited, Crazy Dealcom Private Limited, Haste Vintrade Private Limited, Agrolin Tarpoline Private Limited, Nageshwar Vinimay Private Limited, Anant Trexim Private Limited, Suhana Tradelinks Private Limited, Vinita Software Private Limited ("Transferor Companies") with Shree Tirupati Balajee Agro Trading Company Private Limited ("Transferee Company") and their shareholders and creditors under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 ("Scheme"). The Scheme has been approved vide order of NCLT dated November 3, 2020 (certified copy received on November 11, 2020) and is effective from December 5, 2020.

The Scheme would, inter-alia, benefit the shareholders and other stakeholders of the Transferor Companies and Transferee Company by consolidating and simplifying the group structure, business operations, provide optimal utilization of various resources and eliminating cross holdings within the group.

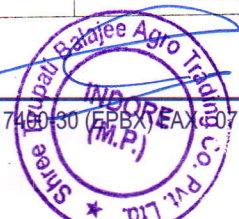
Mr. Binod Kumar Agarwal and Mr. Sakul Grover are the ultimate beneficial owner and held the entire voting share capital of the Transferor Companies and Transferee Company, directly or indirectly, in the ratio of 75:25 before the amalgamation. In consideration for the amalgamation, these individual shareholders of the Transferor Companies as on the Record Date have been allotted new equity shares in Transferee Company on December 10, 2020 in the ratio of 75:25.

Pursuant to the terms of the Scheme, 50,98,536 equity shares of Shree Tirupati Balajee FIBC Limited held by Nageshwar Vinimay Private Limited, Anant Trexim Private Limited and Suhana Tradelinks Private Limited vest in the Transferee Company, with effect from December 5, 2020, being the effective date of the Scheme.

Also, Pursuant to Scheme, Honourable Packaging Private Limited ('HPPL') and Jagannath Plastics Private Limited ('JPPL') would become subsidiaries of the Transferee Company and therefore 2,15,000 equity shares of Rs. 10 each and 455,106 equity shares of Rs. 10 each in the Transferee Company held by HPPL and JPPL respectively were also cancelled pursuant to the same Scheme to comply with the provisions of the Companies Act, 2013. Mr. Binod Kumar Agarwal and Mr. Sakul Grover are the ultimate beneficial owner and indirectly held the entire voting share capital of each of HPPL and JPPL in the ratio of 75:25 as well.

Shareholding of the Transferee Company pre-implementation and post-implementation of the scheme is as follows:

Name of Shareholder	Pre implementation of the Scheme		Post implementation of the Scheme	
	No. of shares	%	No. of shares	%
Binod Kumar Agarwal	79,373	4.37%	8,59,310	75.00%
Sakul Grover	26,458	1.46%	2,86,437	25.00%
Honourable Packaging Private Limited	215,000	11.84%	-	0.00%
Jagannath Plastics Private Limited	455,106	25.06%	-	0.00%
Anant Textiles Private Limited	49,500	2.73%	-	0.00%
Crazy Dealcom Private Limited	74,380	4.10%	-	0.00%
Haste Vintrade Private Limited	41,322	2.28%	-	0.00%
Nageshwar Vinimay Private Limited	295,513	16.27%	-	0.00%
Anant Trexim Private Limited	468,746	25.81%	-	0.00%
Suhana Tradelinks Private Limited	45,455	2.50%	-	0.00%





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Name of Shareholder	Pre implementation of the Scheme		Post implementation of the Scheme	
	No. of shares	%	No. of shares	%
Vinita Software Private Limited	65,000	3.58%	-	0.00%
Total	1,815,853	100.00%	1,145,747	100.00%

Post implementation of the scheme, total paid-up share capital of the Transferee Company stands reduced from 18,15,853 equity shares to 11,45,747 equity shares and the entire equity share capital of the Transferee Company will be held by Mr. Binod Kumar Agarwal and Mr. Sakul Grover in the ratio of 75:25.

The said Scheme does not directly involve the Target Company (i.e. Shree Tirupati Balajee FIBC Limited) as a transferor company or as a transferee company, and (A) there is no component of cash or cash equivalents in the consideration paid under the Scheme; and (B) after implementation of the Scheme, persons directly or indirectly holding at least thirty-three per cent of the voting rights in the combined entity (i.e. Transferee Company) are the same as the persons who held the entire voting rights before the implementation of the Scheme.

