



Golden Tobacco Limited

(Estd. 1930 • Founder : Late Narsee Monjee • Incorporated 1955)

Manufacturers of Quality Cigarettes / Cigars



June 12, 2018

GTL/SEC/2018-19

To, The Manager, Corporate Relations Deptt. BSE Ltd. P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code: 151	To, The Secretary, National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (East) MUMBAI - 400 051. Scrip Code: 5251
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Sub: Update under Regulation 30 of the Listing Regulations.

Ref: J.P. Financial Services Pvt. Ltd. letter dated 06.06.2018 to you pursuant to Regulation 29(1) of SEBI (SAST) Regulations, 2011.

Our Ref. our letter dated 27.04.2018 and 16.05.2018

Dear Sir/Madam,

With reference to the captioned letter dated June 6, 2018 from M/s. J.P. Financial Services Pvt. Ltd. (PAC) addressed to you with a copy marked to us in respect of acquisition we would like to inform you pursuant to Regulation 30 and other regulations applicable, if any, of the Listing Regulations, as also other laws as applicable, that they have acquired 44,02,201 Equity Shares of the Company on June 4, 2018 consequent to open offer.

We would like to inform you that as per our earlier disclosure letter dated April 27, 2018 informing the Hon'ble NCLT Kolkata Bench order dated April 26, 2018, where the Hon'ble Tribunal had directed to the respondent i.e. M/s J.P. Financial Services Pvt. Ltd. "....maintain the status quo of the petitioners fixed assets and shares till the next date of hearing i.e. May 17, 2018" and further to that in the petition filed by M/s J.P. Financial Services Pvt. Ltd. before the same bench the Hon'ble Tribunal had observed that "....let SEBI to proceed with its programme relating to the open offer. However any outcome of that proceedings shall be subject to decision in IA No. 423/KB/2018 and C.P.543/KB/2018."

However, we would like to state that the said matter is sub-judice and pending before the Hon'ble NCLT Kolkata Bench and the Next date of hearing is fixed on July 31, 2018. It is therefore, requested that status quo may kindly be maintained and no further proceedings in the shares of Golden Tobacco Co Ltd until the NCLT Kolkata decides the matter finally.



Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
Phone : +91 0265 2540597, 2540281 **Fax :** +91 0265 2541700 **Toll Free No. :** 1800 223 951
website : www.goldentobacco.in **CIN :** L16000GJ1955PLC067605

New Delhi Office : Golden Tobacco Limited, 1303-1304, Vijaya Building, 17, Barakhamba Road, New Delhi-110 001.
Phone : +91 011 23711531 **Fax :** +91 011 23314457

Mumbai Office : Golden Tobacco Limited, Tobacco House, S. V. Road, Vile Parle (W), Mumbai-400 056.
Phone : +91 022 26713951 **Fax :** +91 022 26715481



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We enclose herewith a copy of disclosure made by M/s J.P. Financial Services Pvt. Ltd on June 6, 2018 for your reference please.

Thanking You,
For GOLDEN TOBACCO LTD


Manoj Kumar Srivastava
Company Secretary
(FCS- 7460)



Copy to CDSL, NSDL

To,

Central Depository Services (India)
Limited.

Phiroze Jeejeebhoy Towers,
16-17th floor, Dalal Street, Fort,
Mumbai – 400023.

To

National Securities Depository Ltd.

Trade World, 4th Floor, Kamala Mills
Compound, Lower Parel,
Senapati Bapat Marg,
Mumbai – 400 013.

Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
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J. P. FINANCIAL SERVICES PVT. LTD.

Regd. Office:
2, Abhoj Guha Road,
Howrah – 711 204
CIN : U51909WB1995PTC070922
Tel : 033 26545422 / 9903046501
Email: jpfinserv@gmail.com

June 06, 2018

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Email: takeover@nse.co.in

BSE Limited
P J Towers, Dalal Street
Fort, Mumbai - 400 001
Email: corp.relations@bseindia.com.

Re: Golden Tobacco Limited (BSE Code: 500151, NSE Code: GOLDENTOBC-5251)

Subject: Disclosure under Regulation 29(1) of SEBI (SAST) Regulations, 2011

Dear Sir/Ma'am,

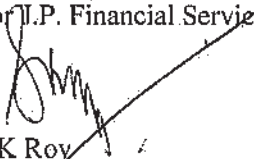
Pursuant to provisions of Regulation 29(1) of SEBI (SAST) Regulations, 2011, intimation be and is hereby given that we have acquired 44,02,201 equity shares of Golden Tobacco Limited on June 04, 2018 consequent to Open Offer.

Copy of disclosures required under Regulation 29(1) of SEBI (SAST) Regulations, 2011 is enclosed herewith.

Thanking you

Yours faithfully

For J.P. Financial Services Private Limited


S K Roy
Director
DIN: 00056860

Encl.: as above

CC:
The Compliance officer,
Golden Tobacco Limited
Darjipura, Post- Amaliyara,
Dist- Vadodara, Gujarat-390022
Email: csmanoj@goldentobacco.in
csmanoj.srivastava@gmail.com

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Shares purchased in Open offer

Part-A- Details of the Acquisition:

Name of the Target Company (TC)	Golden Tobacco Limited		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the acquirer	J.P. Financial Services Private Limited(PAC) (Refer Note 1)		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE and NSE		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of the acquirer:			
a) Shares carrying voting rights	8,550	0.05%	0.05%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
e) Total (a+b+c+d)	8,550	0.05%	0.05%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	44,02,201	25.00%	25.00%
b) VRs acquired otherwise than by equity shares	NA	NA	NA



c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	NA	NA	NA
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
e) Total (a+b+c+d)	44,02,201	25.00%	25.00%
After the acquisition/sale, holding of the acquirer:			
a) Shares carrying voting rights	44,10,751	25.05%	25.05%
b) VRs otherwise than by equity shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NA	NA	NA
e) Total (a+b+c+d)	44,10,751	25.05%	25.05%
Mode of acquisition / sale (e.g. open market / off-market /public issue / rights issue /preferential allotment / inter-se transfer etc).	Shares acquired pursuant to Open Offer from April 27, 2018 to May 16, 2018		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NA		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	June 04, 2018 *		



Equity share capital / total voting capital of the TC before the said acquisition / sale	Equity Share Capital as on date of Acquisition was Rs.17,60,88,020/- (1,76,08,802 equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Equity Share Capital after the Acquisition is Rs.17,60,88,020/- (1,76,08,802 equity shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	Equity Share Capital after the Acquisition is Rs.17,60,88,020/- (1,76,08,802 equity shares of Rs. 10/- each.

Note 1: The Open Offer was given by Mr. Pramod Jain (Acquirer 1), M/s. Plus Corporate Ventures Private Limited (Acquirer 2) (collectively referred to as "Acquirers") along with M/s. J.P. Financial Services Private Limited (PAC). As per the terms of Letter of Offer dated April 18, 2018, funding in the Open Offer was arranged by PAC and consequently all the shares received & accepted under Open Offer were to be transferred to the account of M/s. J.P. Financial Services Private Limited (PAC).

*Total 44,02,201 equity shares were accepted under the Open Offer out of which 43,87,213 equity shares in Demat mode were transferred in Demat A/c of PAC on June 04, 2018 and 14,988 physical equity shares acquired in the Open Offer are in the process of transfer to PAC.

