

DHUNSERI INVESTMENTS LIMITED

Registered Office : "Dhunseri House", 4A, Woodburn Park, Kolkata 700020

Ref. No. DIL/108/2015/ 53

16.07.2015

Securities and Exchange Board of India ,
Plot No. C4-A, 'G' Block, Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

Bombay Stock Exchange Ltd.,
Phiroze-Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Fax No. : 022-22722037/39/41/61
022-22723121/3719

Scrip Code: 533336

✓ National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G, 5th Floor
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Fax No. : 022-26598237/38
022-26598347/48

Symbol : DHUNINV

M/s Dhunseri Petrochem Limited,
"Dhunseri House"
4A, Woodburn Park
Kolkata – 700 020

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

Dear Sir,

Please find enclosed herewith report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 pertaining to inter se transfer among the promoters shares of Dhunseri Petrochem Limited. The applicable fee of Rs. 25,000/- is enclosed vide Demand Draft No. 002885 dated 16.07.2015 issued by HDFC Bank Ltd., Central Plaza, Kolkata.

Kindly acknowledge receipt.

Thanking You

Yours Faithfully

For and on behalf of Dhunseri Investments Ltd

Aditi Dhanuka

Name: Aditi Dhanuka

Designation: Company Secretary

For and on behalf of Mint Investments Ltd

Shravan

Name: Sravani Dutta

Designation: Company Secretary

Encl: a/a

CIN : L15491WB1997PLC082808
PHONE : 2280 1950 (5 Lines), Fax : 91 33 2287 8995,
e-mail : mail@dhunseriinvestments.com, Website : www.dhunseriinvestments.com

Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	General Details	
	a. Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	1. Dhunseri Investments Ltd. "Dhunseri House", 4A Woodburn Park Kolkata - 700 020 Phone No. – 033 2280 1950 Email: mail@dhunseriinvestments.com 2. Mint Investments Ltd. "Dhunseri House", 4A Woodburn Park Kolkata - 700 020 Phone No. – 033 2280 1950 Email: mail@mintinvestments.com
	b. Whether sender is the acquirer (Y/N)	Yes
	c. If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
	d. Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	N.A.
2	Compliance of Regulation 10(7)	
	a. Date of report	16.07.2015
	b. Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
	c. Whether the report is accompanied with fees as required under Regulation 10(7)	Yes. A demand draft dated 16.07.2015 bearing no 002885 issued by HDFC Bank Ltd., Central Plaza, Kolkata is enclosed herewith towards the applicable fee of Rs 25,000/-.
3	Compliance of Regulation 10(5)	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed atleast 4 working days before the date of the proposed acquisition.	Yes. Intimation was sent 4 working days prior to date of acquisition under Regulation 10(5).
	b. Date of Report	23.06.2015



4	Compliance of Regulation 10(6)															
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes Under Regulation 10(6) the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.													
	b.	Date of Report	03.07.2015													
5	Details of the Target Company															
	a.	Name & address of TC	Dhunseri Petrochem Limited "Dhunseri House", 4A, Woodburn Park Kolkata - 700 020													
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	1. Bombay Stock Exchange Ltd. 2. National Stock Exchange of India Ltd.													
6	Details of the acquisition															
	a.	Date of acquisition	30.06.2015													
	b.	Acquisition price per share (in Rs.)	Rs. 72/- per equity share													
	c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(2)													
	d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	<table border="1"> <thead> <tr> <th colspan="2">Before the acquisition</th> <th colspan="2">After the acquisition</th> </tr> <tr> <th>No. of Shares</th> <th>% w.r.t total share capital of TC (*)</th> <th>No. of Shares</th> <th>% w.r.t total share capital of TC</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>		Before the acquisition		After the acquisition		No. of Shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC				
Before the acquisition		After the acquisition														
No. of Shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC													



	Name(s) of the acquirer(s) (**)								
	• Dhunseri Investments Ltd.				12438778	35.51	15634545	44.64	
	• Mint Investments Ltd.				1436127	4.10	2035414	5.81	
	PAC								
	(1) Naga Dhunseri Group Ltd.				3078759	8.79%	3078759	8.79%	
	(2) Plenty Valley Intra Limited				1530455	4.37%	1530455	4.37%	
	(3) Madhuting Tea Private Limited				91000	0.26%	91000	0.26%	
	(4) Chandra Kumar Dhanuka				45520	0.13%	45520	0.13%	
	(5) Chandra Kumar Dhanuka (HUF)				400000	1.14%	400000	1.14%	
	(6) Aruna Dhanuka				82510	0.24%	82510	0.24%	
	(7) Mrigank Dhanuka				115921	0.33%	115921	0.33%	
	(8) Tarulika Khaitan				12000	0.03%	12000	0.03%	
	(9) Chandra Kumar Dhanuka : Trustee of Mrigank Dhanuka Trust				140000	0.40%	140000	0.40%	
	(10) Chandra Kumar Dhanuka : Trustee of Shri Saligram Trust				47000	0.13%	47000	0.13%	
	(11) Chandra Kumar Dhanuka : Partner – Sew Bhagwan & Sons				4432	0.01%	4432	0.01%	
	(12) Tarulika Khaitan : Trustee of Tarugreve Trust				20000	0.06%	20000	0.06%	
	(13) Mrigank Dhanuka Trustee, Aman Dhanuka Trust				40000	0.11%	40000	0.11%	
	(14) Trimplex Investments Ltd.				288126	0.82%	288126	0.82%	
	(15) YVES Lombard Asset Management AG				3795054	10.84%	-	-	
e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)				Before the acquisition		After the acquisition		
					No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC	
	Name(s) of the seller(s) (**) YVES Lombard Asset Management AG				3795054	10.84%	-	-	
7	Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii)								
a.	Provide the names of the seller(s)				YVES Lombard Asset Management AG				
b.	Specify the relationship between the acquirer(s) and the seller(s).				Inter se transfer among the members of the promoter group.				



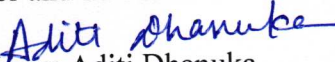
	c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	Year – 1 31.03.2014	Year -2 31.03.2013	Year-3 31.03.2012
		Acquirer(s) (*)			
		• Dhunseri Investments Ltd.	1,24,38,778	1,24,38,778	1,19,88,252
		• Mint Investments Ltd.	14,36,127	14,01,527	13,30,527
		Sellers(s)(*)			
		YVES Lombard Asset Management AG	3,795,054	3,795,054	3,795,054
	d.	Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.	Yes, we confirm that the acquirers and the seller have been named promoters group in its shareholding pattern filed by the Company in term of the listing agreement.		

	e.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Rs. 72/- per equity share
	f.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
	g.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable	We confirm that the acquisition price per share is not higher by more than twenty-five percent of the price calculated in terms of point (e) above.
	h.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	23.06.2015
	i.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same.	Yes, the acquirers hereby declare that both transferor and Transferee have complied with the applicable disclosures requirements. Proof of filing disclosures under regulation 29(2) of SEBI Takeover Regulations is enclosed herewith.
	j.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemptions has been duly complied with.	Yes, the acquirer hereby declares that all the conditions specified under regulation 10(1)(a)(ii) with respect to exemption availed has been duly complied with..



I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For and on behalf of Dhunseri Investments Ltd


Name: Aditi Dhanuka
Designation: Company Secretary

For and on behalf of Mint Investments Ltd


Name: Sravani Dutta
Designation: Company Secretary

Place: Kolkata
Date: 16.07.2015

NOTE:

- (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.
- (**) Shareholding of each entity shall be shown separately as well as collectively.