Date: January 02, 2020

To,

BSE Limited **(ScripCode:531548)** Phoiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400001 **Email:** corp.relations@bseindia.com	**National Stock Exchange of India Limited** **(Symbol: SOMANYCERA)** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Mumbai - 400 051 **Email:** takeover@nse.co.in	**Somany Ceramics Limited** 2, Red Cross Place, Kolkata- 700001 **Email:** ambrish.julka@somanyceramics.com

Sub: Prior Intimation under regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares

Dear Sir/ Ma'am,

As due compliance of Regulation 10(5) of the SEBI (SAST) Regulations, 2011, the undersigned being part of the Promoter and Promoter Group of the Company, hereby furnish the PRIOR INTIMATION in the specified format under regulation 10(5) in respect of proposed *inter-se* transfer of **21,56,235 (5.09%)** shares of **Somany Ceramics Limited** being the Target Company ("**TC**") in the following manner:

i. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Shreekant Somany, being promoters of the TC;
ii. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Abhishek Somany, being promoters of the TC; and
iii. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Shrivatsa Somany, being promoters of the TC;

The shares are proposed to be acquired by way of **"Partition of Shreekant Somany HUF"** from amongst the Promoters and Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) (qualifying person being persons named as promoters in the shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition) and there will be no change in the Total Shareholding of the Promoters Group after such *inter-se* transfer of shares of TC.

Thanking You.

Yours Faithfully,

(Shreekant Somany) **Promoter of Somany Ceramics Limited (Acquirer)**	(Abhishek Somany) **Promoter of Somany Ceramics Limited (Acquirer)**	(Shrivatsa Somany) **Promoter of Somany Ceramics Limited (Acquirer)**

Encl: As Above

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)		**Somany Ceramics Limited**
2.	Name of the acquirer(s)		**The disclosure is pursuant to *Inter-se* transfer of Shares (by way of Partition of Shreekant Somany HUF) amongst Promoters and Promoter Group (including HUF).** **The Transferee(s)/ Acquirer(s) in the above case are:** **1. Shri Shreekant Somany** **2. Shri Abhishek Somany** 3. **Shri Shrivatsa Somany**
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.** **The disclosure pertains to *inter-se* transfer (by way of Partition of Shreekant Somany HUF) of shares between promoters and who are also the immediate relatives.**
4.	Details of the proposed acquisition		
	a.	Name of the person(s) from whom shares are to be acquired	**Shreekant Somany HUF (acting through Shri Shreekant Somany- Karta)**
	b.	Proposed date of acquisition	**On or after January 09, 2020**
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	**21,56,235 shares held by Shreekant Somany HUF in the TC will be divided in the following members:** **i. Shri Shreekant Somany: 7,18,745** **ii. Shri Abhishek Somany: 7,18,745** iii. **Shri Shrivatsa Somany: 7,18,745**
	d.	Total shares to be acquired as % of share capital of TC	**The Acquirers will acquire 5.09% of the shares held by Shri Shreekant Somany HUF in an equal ratio, pursuant to "Partition of HUF":** **i. Shri Shreekant Somany: 1.6960%** **ii. Shri Abhishek Somany: 1.6960%** **iii. Shri Shrivatsa Somany: 1.6960%**
	e.	Price at which shares are proposed to be acquired	**NIL. Shares are proposed to be transferred by way of Partition of HUF. Therefore, no consideration involved.**
	f.	Rationale, if any, for the proposed transfer	**The proposed acquisition is only a private family arrangement, for smooth succession planning of the family and to streamline the Family's assets and businesses. Further, after partition and settlement of shares, acquirers will settle all the shares in a private family trusts as per the SEBI Order in the matter of "SOMANY CERAMICS LIMITED" dated December 10, 2019 bearing reference number WTM/GM/CFD/53/2019–20.**
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		**Sub clause (ii): persons named as promoters in the shareholding pattern filed by the target company in terms of the listing regulations or as the case may be, the listing agreement or**

		these regulations for not less than three years prior to the proposed acquisition.				
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, since the Shares are proposed to be transferred by way of Partition of HUF. Therefore, no consideration involved.**				
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	**Not Applicable, since the Shares are proposed to be transferred by way of Partition of HUF. Therefore, no consideration involved.**				
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, since the Shares are proposed to be transferred by way of Partition of HUF. Therefore, no consideration involved.**				
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)	**Enclosed as "Annexure A"**				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	**Enclosed as "Annexure A"**				
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)(*)				
		i. Shri Shreekant Somany	**3051681**	**7.20**	**3770426**	**8.90**
		ii. Shri Abhishek Somany	**2427413**	**5.73**	**3146158**	**7.42**
		iii. Shri Shrivatsa Somany	**5125693**	**12.09**	**5844438**	**13.79**
	TOTAL: Acquirer(s) and PACs (other than sellers)		**10604787**	**25.02**	**12761022**	**30.11**
	b.	Seller (s)				
		i. Shreekant Somany HUF	**21,56,235**	**5.09%**	**-**	**-**
	TOTAL: Seller (s)		**21,56,235**	**5.09%**	**-**	**-**

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.

- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

(Shreekant Somany)	(Abhishek Somany)	(Shrivatsa Somany)
Promoter of Somany Ceramics Limited (Acquirer)	**Promoter of Somany Ceramics Limited (Acquirer)**	**Promoter of Somany Ceramics Limited (Acquirer)**
Date: January 02, 2020	**Date: January 02, 2020**	**Date: January 02, 2020**
Place: New Delhi	**Place: New Delhi**	**Place: New Delhi**

Annexure- A

DECLARATION BY ACQUIRERS

This is with respect to the following proposed acquisition of shares by way of **"Partition of Shreekant Somany HUF,"** *inter-se*, among the immediate relatives, within the Promoters and Promoter Group of the Company viz. Somany Ceramics Limited (a company incorporated under the Companies Act, 1956, having its registered office at 2, Red, Cross Place Kolkata West Bengal 700001 India):

i. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Shreekant Somany, being promoters of the TC;
ii. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Abhishek Somany, being promoters of the TC; and
iii. *Inter-se* Transfer (by way of Partition of HUF) of **7,18,745 (1.6960%)** shares from Shreekant Somany HUF to Shri Shrivatsa Somany, being promoters of the TC;

In this regard, the undersigned being the proposed transferees (acquirers) to the proposed "Partition of HUF", hereby declare that:

a. 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)
b. all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

(Shreekant Somany)
Promoter of Somany Ceramics Limited (Acquirer)
Date: January 02, 2020
Place: New Delhi

(Abhishek Somany)
Promoter of Somany Ceramics Limited (Acquirer)
Date: January 02, 2020
Place: New Delhi

(Shrivatsa Somany)
Promoter of Somany Ceramics Limited (Acquirer)
Date: January 02, 2020
Place: New Delhi