

**Format for 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)                                                                                                                                                                                                                                        | NAHAR POLY FILMS LIMITED                                                                                                                                       |
| 2. | Name of the acquirer(s)                                                                                                                                                                                                                                                | SANKHESHWAR HOLDING COMPANY LIMITED                                                                                                                            |
| 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                                                                                                               | PROMOTER                                                                                                                                                       |
| 4. | Details of the proposed acquisition                                                                                                                                                                                                                                    |                                                                                                                                                                |
|    | a. Name of the person(s) from whom shares are to be acquired                                                                                                                                                                                                           | NAHAR INDUSTRIAL ENTERPRISES LIMITED                                                                                                                           |
|    | b. Proposed date of acquisition                                                                                                                                                                                                                                        | On or after 29.01.2019                                                                                                                                         |
|    | c. Number of shares to be acquired from each person mentioned in 4(a) above                                                                                                                                                                                            | 349687                                                                                                                                                         |
|    | d. Total shares to be acquired as % of share capital of TC                                                                                                                                                                                                             | 1.42%                                                                                                                                                          |
|    | e. Price at which shares are proposed to be acquired                                                                                                                                                                                                                   | The Shares of Target Company will be acquired at a price not exceeding the limits provided in provision (1) to Regulation 10(1)(a) of SEBI (SAST) Regulations. |
|    | f. Rationale, if any, for the proposed transfer                                                                                                                                                                                                                        | Inter-se Transfer amount Promoter Group                                                                                                                        |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer                                                                                                                                                                 | 10(1)(a)(ii)                                                                                                                                                   |
| 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. | Rs. 41.06                                                                                                                                                      |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.                                                                                                                                                         | Not Applicable                                                                                                                                                 |
| 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.                                                                                                                | Yes                                                                                                                                                            |

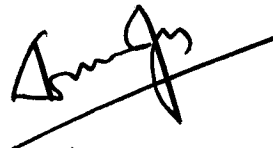
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|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|---------------------------------|-----------------------------------|--------------------------------|-----------------------------------|
| 9.  | i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)<br>ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished. |                                              | Yes                             |                                   |                                |                                   |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.                                                                                                                                                                                                                                                                                                 |                                              | Yes                             |                                   |                                |                                   |
| 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)(*) | 15992625                        | 65.05                             | 17257345                       | 70.19                             |
|     | b                                                                                                                                                                                                                                                                                                                                                                                                                                               | Seller (s)                                   | 1264720                         | 5.14                              | 0                              | 0                                 |

We hereby declare that the Transferor and Transferee have complied / will comply with applicable disclosures requirements in Chapter V of the Takeover Regulations, 2011.

We hereby declare that the Acquisition price would not be higher by more than 25% of the Price computed in Point No. 6.

We hereby declare that all the conditions as specified under Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 have been complied.

**For Sankheshwar Holding Company Limited**



**Komal Jain  
(Director)**

Place: New Delhi  
Date: 23.01.2019

| NAHAR POLYFILMS LTD.                                                      |                             |                                    |                            |                                    |
|---------------------------------------------------------------------------|-----------------------------|------------------------------------|----------------------------|------------------------------------|
| Statement showing shareholding pattern of the Promoter and Promoter Group |                             |                                    |                            |                                    |
|                                                                           | Before Proposed Transaction |                                    | After Proposed Transaction |                                    |
| Category of shareholder                                                   | No. equity shares           | % w.r.t. total share capital of TC | No. equity shares          | % w.r.t. total share capital of TC |
| <b>A1) Indian</b>                                                         |                             |                                    |                            |                                    |
| Individuals/Hindu undivided Family                                        | 1,36,773                    | 0.56                               | 1,36,773                   | 0.56%                              |
| KAMAL OSWAL                                                               | 31,500                      | 0.13                               | 31,500                     | 0.13%                              |
| DINESH OSWAL                                                              | 1,05,273                    | 0.43                               | 1,05,273                   | 0.43%                              |
| <b>Any Other (specify)</b>                                                | <b>1,71,20,572</b>          | <b>69.63</b>                       | <b>1,71,20,572</b>         | <b>69.63%</b>                      |
| ABHILASH GROWTH FUND (P) LTD                                              | 1,78,025                    | 0.72                               | 1,78,025                   | 0.72%                              |
| NAHAR SPINNING MILLS LTD                                                  | 12,53,603                   | 5.1                                | 12,53,603                  | 5.10%                              |
| ATAM VALLABH FINANCIERS LTD                                               | 81,985                      | 0.33                               | 81,985                     | 0.33%                              |
| KOVALAM INVESTMENT & TRADING CO LTD                                       | 2,13,037                    | 0.87                               | 2,13,037                   | 0.87%                              |
| MONICA GROWTH FUND (P) LTD                                                | 1,12,560                    | 0.46                               | 1,12,560                   | 0.46%                              |
| NAGDEVI TRADING & INVESTMENT CO LTD                                       | 7,16,080                    | 2.91                               | 7,16,080                   | 2.91%                              |
| NAHAR GROWTH FUND (P) LTD                                                 | 46,933                      | 0.19                               | 46,933                     | 0.19%                              |
| NEHA CREDIT AND INVESTMENT (P) LTD                                        | 27,389                      | 0.11                               | 27,389                     | 0.11%                              |
| RUCHIKA GROWTH FUND (P) LTD                                               | 1,12,560                    | 0.46                               | 1,12,560                   | 0.46%                              |
| SHANKESHWAR HOLDING CO LTD                                                | 2,80,784                    | 1.14                               | 6,30,471                   | 2.56%                              |
| VANAİK INVESTORS LTD                                                      | 90,669                      | 0.37                               | 90,669                     | 0.37%                              |
| VARDHMAN INVESTMENTS LTD                                                  | 73,220                      | 0.3                                | 9,88,253                   | 4.02%                              |
| VANAİK SPINNING MILLS LTD                                                 | 1,07,156                    | 0.44                               | 1,07,156                   | 0.44%                              |
| NAHAR INDUSTRIAL ENTERPRISES LTD                                          | 12,64,720                   | 5.14                               | -                          | -                                  |
| OSWAL WOOLLEN MILLS LTD                                                   | 1,53,617                    | 0.62                               | 1,53,617                   | 0.62%                              |
| J L GROWTH FUND LTD                                                       | 3,20,563                    | 1.3                                | 3,20,563                   | 1.30%                              |
| NAHAR CAPITAL AND FINANCIAL SERVICES                                      | 1,20,87,671                 | 49.16                              | 1,20,87,671                | 49.16%                             |
| <b>Sub Total A1</b>                                                       | <b>1,72,57,345</b>          | <b>70.19</b>                       | <b>1,72,57,345</b>         | <b>70.19%</b>                      |