

Santosh Shahra

Rashmi Villa, Bicholi Hapsi,
Survey No 110/2/2 and 97/1/11
Indore 452016 (MP), India

Date: 14.02.2019

To,
Corporate Relationship Department,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai- 400 001.

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E)
Mumbai - 400 051

Dear Sir,

**Sub: Report under Regulation 10 (5) of SEBI (Substantial
Acquisition of Shares and Takeovers), Regulations, 2011**

I Santosh Shahra, s/o Late Shri Mahadeo Prasad Shahra, being a part of promoters group of **National Steel and Agro Industries Limited** (Target Company), intends to buy 64,36,568 equity shares of the Target Company from Mrs. Bhavna Goel, other promoter of Target Company.

It is proposed to do the above transaction on 20th February, 2019 or thereafter pursuant and subject to the provisions of Regulation 10 of the captioned SEBI Regulations. We understand that the proposed transaction qualifies for exemption granted under Regulation 10 (1) (a) (i).

I hereby declare that the transferor and transferee have complied and will continue to comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 and that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been /will be duly complied with.

Kindly acknowledge the receipt hereof.

Thanking you,
Yours sincerely,



Santosh Shahra

Encl. : a/a.

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)	National steel and Agro Industries Limited
2.	Name of the acquirer(s)	Shri Santosh Shahra
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.
4.	Details of the proposed acquisition	
a.	Name of the person(s) from whom shares are to be acquired	Mrs. Bhavna Goe!
b.	Proposed date of acquisition	20 th February, 2019 or thereafter.
c.	Number of shares to be acquired from each person mentioned in 4 (a) above	64,36,568
d.	Total shares to be acquired as % of share capital of TC	14.46% of the share capital of TC.
e.	Price at which shares are proposed to be acquired	Nil Inter-se -transfer among promoter group between relative without consideration as a gift.
f.	Rationale, if any, for the proposed transfer	Inter-se -transfer among promoter group between relative without consideration.
5.	Relevant sub-clause of regulation 10(1) (a) under which the acquirer is exempted from making open offer.	Regulation 10 (1)(a)(i) of SEBI (SAST) Regulation, 2011.
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.	Volume weighted average market rate at NSE : Rs. 6.70
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.	Not Applicable
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)	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)(*) (Details of group holding enclosed)	-	-	64,36,568	14.46
b	Seller (s) (Details of group holding enclosed)	64,36,568	14.46	-	-



Santosh Shahra

Place: Indore

Date: 14/02/2019

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

S. No.	Name of Promoter	Holding as on 31.12.2018		Prior to Inter-se-transactions as on 14.02.2019		Inter-se-transactions as on or after 20.02.2019		Proposed holding after Inter-se-transactions as on or after 20.02.2019	
		No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
1	Abhadevi Shahra	153,039	0.34	153,039	0.34			153,039	0.34
2	Aditi Shahra	302,744	0.68	302,744	0.68			302,744	0.68
3	Dinesh Shahra	21,000	0.05	21,000	0.05			21,000	0.05
4	Navneet D. Zalani (HUF)	300	0.00	300	0.00			300	0.00
5	Navneet Zalani	200	0.00	200	0.00			200	0.00
6	Nitesh Shahra	8,000	0.02	8,000	0.02			8,000	0.02
7	Ruchi Mohan	132,915	0.30	132,915	0.30			132,915	0.30
8	Sandhya Khandelwal	12,600	0.03	12,600	0.03			12,600	0.03
9	Santosh Shahra (HUF)	1,512,387	3.40	1,512,387	3.40			1,512,387	3.40
10	Savitri Devi Shahra	0	0	30,600	0.07			30,600	0.07
11	Sarvesh Shahra	60,000	0.13	60,000	0.13			60,000	0.13
12	Suresh Shahra (HUF)	10,000	0.02	10,000	0.02			10,000	0.02
13	Ushadevi Shahra	760,950	1.71	760,950	1.71			760,950	1.71
14	Vishesh Shahra	909,693	2.04	909,693	2.04			909,693	2.04
15	Suresh Chandra Shahra and Santosh Shahra (Trustee of Mahakosh Family Trust)	3,750	0.01	3,750	0.01			3,750	0.01
16	Umesh Shahra (Trustee of Shashwat Trust)	61,750	0.14	61,750	0.14			61,750	0.14
17	APL International Private Limited	2,957,500	6.65	2,957,500	6.65			2,957,500	6.65
18	Anik Industries Ltd.	30,000	0.07	30,000	0.07			30,000	0.07
19	Divine Infraction & Trading Pvt. Ltd.	99	0.00	99	0.00			99	0.00
20	Mahakosh Holdings Pvt. Ltd.	150,000	0.34	150,000	0.34			150,000	0.34
21	Morya Erectors Pvt. Ltd.	500,000	1.12	500,000	1.12			500,000	1.12
22	NSIL Infotech Limited	1,035,900	2.33	1,035,900	2.33			1,035,900	2.33
23	NSIL Finance Ltd.	500,000	1.12	500,000	1.12			500,000	1.12
24	NSIL Power Ltd.	1,000,000	2.25	1,000,000	2.25			1,000,000	2.25
25	Nutrela Marketing Pvt. Ltd.	1,220,000	2.74	1,220,000	2.74			1,220,000	2.74
26	Ruchi Acroni Industries Ltd	30,600	0.07	0	0			0	-
27	Ruchi Infrastructure Limited	1,371,800	3.08	1,371,800	3.08			1,371,800	3.08
28	Ruchi Integrated Steels (India) Ltd.	500,000	1.12	500,000	1.12			500,000	1.12
29	Ruchi Power Corporation Limited	600,000	1.35	600,000	1.35			600,000	1.35



30	Ruchi Soya Industries Limited	883,500	1.99	883,500	1.99			883,500	1.99
31	Sarthak Global Ltd.	167,150	0.38	167,150	0.38			167,150	0.38
32	Shahra Brothers Pvt. Ltd.	237,417	0.53	237,417	0.53			237,417	0.53
33	Soyumm Marketing Private Limited	83,000	0.19	83,000	0.19			83,000	0.19
34	Vishal Soyamul Pvt.Ltd.	472,800	1.06	472,800	1.06			472,800	1.06
35	Bhavna Goel	6,436,568	14.46	6,436,568	14.46	(-) 6436568	(-) 14.46	-	-
36	Santosh Shahra	-	-	-	-	(+) 6436568	(+) 14.46	6,436,568	14.46
37	Ankesh Shahra	59,900	0.13	59,900	0.13			59,900	0.13
	Total	22,185,562	49.86	22,185,562	49.86	-	-	22,185,562	49.86

S. K. Goel