

**To,**  
The Corporate Relationship Department  
BSE Limited  
25th Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai- 400001  
**Scrip Code: 512329**

The Listing Compliance Department  
National Stock Exchange of India Limited  
“Exchange Plaza” Bandra-Kurla Complex,  
Bandra (E) Mumbai-400051  
**NSE Symbol: SGMART**

**Sub:** Disclosure under Regulation 10(6) – Intimation to Stock Exchange in respect of the acquisition made under Regulation 10(1)(a)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SAST Regulations**”)

**Ref:** Target Company - SG Mart Limited, ISIN INE385F01024 (Inter-se transfer between Promoters and Immediate Relatives of Promoters.)

Dear Sir/ Ma’am,

Please find enclosed herewith the disclosure as required under Regulation 10(6) of the SAST Regulations for acquisition of 4,42,00,000 (Four Crore Forty Two Lakhs only) Equity Shares of face value of ₹1/- (Indian Rupee One only) each of SG Mart Limited (“**Company**”) by way of promoters’ inter-se transfer amongst immediate relatives of the Company in the following manner:

Date of Transaction	Name of the Transferor/Donor (Promoter)	Name of the Transferee/Donee (Immediate Relative)	Number of Equity Shares Transferred by Way of Gift	% of Total Shareholding
June 16, 2026	Mr. Sameer Gupta	Mr. Sanjay Gupta	4,42,00,000	35.07%
<b>Total</b>			<b>4,42,00,000</b>	<b>35.07%</b>

The aforementioned shares were acquired by way of gift amongst immediate relatives. The same is covered under the exemption provided in Regulation 10(1)(a)(i) of SAST Regulations (qualifying person being immediate relative as the Acquirer is the brother of Mr. Sameer Gupta).

Consequent to the above transaction and in accordance with the provisions of the Regulation 31A(6)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 2(1)(oo) & 2(1)(pp) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, following persons shall be the Promoters and Promoter Group of the SG Mart Limited:

S. No.	Name	Category	No. of Shares held	% of Shareholding
1	Mr. Dhruv Gupta	Promoter	15,00,000	1.19%
2	Mrs. Meenakshi Gupta	Promoter	Nil	Nil
3	Mr. Sameer Gupta	Promoter	Nil	Nil
4	Mr. Sanjay Gupta	Promoter	4,42,00,000	35.07%
5	Mrs. Neera Gupta	Promoter Group	1,11,60,000	8.85%
6	Mr. Rohan Gupta	Promoter Group	1,12,00,000	8.89%
7	Mr. Vinay Gupta	Promoter Group	4,00,000	0.32%
8	S Gupta Holding Private Limited	Promoter Group	45,15,000	3.58%
<b>Total</b>			<b>7,29,75,000</b>	<b>57.90%</b>

*Handwritten signature/initials*

I request you kindly take note of the same for compliance purposes and update the above disclosed information in your records.

  
\_\_\_\_\_  
Sanjay Gupta  
**Acquirer (Promoter)**

Date: June 16, 2026

Place: Delhi

**Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	SG Mart Limited		
2.	Name of the acquirer(s)	Mr. Sanjay Gupta		
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited		
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer of shares of the TC by way of gift between Promoters and immediate relative of the Promoters		
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i) of the SAST Regulations		
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes, the disclosure under regulation 10(5) of SAST Regulations was required to be made.  Yes, the disclosure was made within the timeline specified under the SAST Regulations.  Date of filing with the stock exchange: June 9, 2026.		
7.	Details of acquisition	<b>Disclosures required to be made under regulation 10(5)</b>	<b>Whether the disclosures under regulation 10(5) are actually made</b>	
	a.	Name of the transferor / seller	Mr. Sameer Gupta	Yes
	b.	Date of acquisition	June 16, 2026	Yes
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	4,42,00,000 equity shares	Yes
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	35.07%	Yes
	e.	Price at which shares are proposed to be acquired / actually acquired	Nil Shares were acquired by way of gift. Therefore, no consideration is involved.	Yes

*msc*

8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	<b>a. Each Acquirer/ Transferee (*)</b>				
	1. Mr. Sanjay Gupta	0	0.00%	4,42,00,000	35.07%
	<b>b. Each Seller / Transferor#</b>				
	1. Mr. Sameer Gupta	4,42,00,000	35.07%	0	0.00

*#The shares have been transferred by way of gift.*

**Note:**

- (\*) Shareholding of each entity shall 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.

  
 Sanjay Gupta  
 Acquirer

Date: June 16, 2026

Place: Delhi