

**ADARSH SOMANI**  
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**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)	Oricon Enterprises Limited
2.	Name of the acquirer(s)	<p>1. Hazarimal Somani Partnership Firm  2. Adarsh Somani</p> <p>Along with the following Persons Acting in Concert</p> <p>3. Kopran Lifestyle Limited  4. Mridula Somani  5. Nupur Somani  6. Rajendra Somani  7. Rajendra Somani HUF  8. Adarsh Rajendra Somani (Trust)  9. Adarsh Somani  10. Adarsh Somani HUF  11. B.K.Toshniwal (Adarsh Trust)  12. Venkatesh Karrier Limited.</p>
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	<p>i) Parijat Shipping and Finale Limited  ii) Oriental Enterprises Partnership Firm  iii) Sarvamangal Mercantile Company Limited.  iv) Varun Surendra Somani HUF  v) Namrata Somani  vi) Surendra Somani  vii) Vandana Somani  viii) Varun Somani</p>
	b. Proposed date of acquisition	<p>September 01, 2025</p> <p><i>Note: In accordance with the terms of the Memorandum of Family Settlement, certain shares shall be transferred at the prevailing market price as on the respective dates of transfer, and such transfers shall be completed within a period of two (2) years from the date of execution of the Memorandum of Family Settlement</i></p>

c.	Number of shares to be acquired from each person mentioned in 4(a) above	<b>S.No</b>	<b>Person from whom shares are to be acquired</b>	<b>Number of equity shares to be acquired</b>	
		i)	Parijat Shipping and Finale Limited	1,69,400	
		ii)	Oriental Enterprises	27,540	
		iii)	Sarvamangal Mercantile Company Limited	36,10,500	
		iv)	Varun Surendra Somani HUF	8,17,380	
		v)	Namrata Somani	26,55,820	
		vi)	Varun Somani	43,50,295	
		vii)	Surendra Somani	16,89,085	
		viii)	Vandana Somani	28,73,800	
d.	Total shares to be acquired as % of share capital of TC	10.31%			
e.	Price at which shares are proposed to be acquired	<b>S.No</b>	<b>Person from whom shares are to be acquired</b>	<b>Number of equity shares to be acquired</b>	<b>Price at which shares are being proposed to be acquired</b>
		i.	Parijat Shipping and Finale Limited	1,69,400	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
		ii.	Oriental Enterprises Partnership Firm	27,540	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
		iii.	Sarvamangal Mercantile Company Limited	36,10,500	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
		iv.	Varun Surendra Somani HUF	8,17,380	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares

		v. Namrata Somani	26,55,820	Transfer without consideration by way of Gift
		vi. Varun Somani	43,50,295	Transfer without consideration by way of Gift
		vii. Surendra Somani	16,89,085	Transfer without consideration by way of Gift
		viii. Vandana Somani	28,73,800	Transfer without consideration by way of Gift
	f. Rationale, if any, for the proposed transfer	The shares are being transferred <i>inter-se</i> among the Promoters in order to put an end to the family disputes, to buy peace, to weed out the differences on account of the <i>inter-se</i> family disputes, to settle inequalities in the partition of the family business, and for preserving family property by avoiding litigation and saving honour of the family.		
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1) (a) (ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 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.	<b>S.No.</b>	<b>Stock Exchange the shares of the TC are listed on</b>	<b>Volume Weighted Average Market Price for a period of 60 trading days preceding the date of issuance of this notice</b>
		i)	NSE	46.8856
		ii)	BSE	46.8464
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.	It is hereby declared 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				
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)	It is hereby declared and undertaken by the acquirer that all the applicable disclosure requirements in Chapter V of the Securities and Exchange Board of India, (Substantial Acquisition of Shares and Takeover) Regulations, 2011 will be complied with				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared and undertaken by the acquirer that all the conditions specified under Regulation 10(1)(a) Securities and Exchange Board of India, (Substantial Acquisition of Shares and Takeover) Regulations, 2011 with respect to exemptions have been duly complied with				
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	
	<b>a</b>	<b>Acquirer(s) and PACs (other than sellers)(*)</b>	<b>4,80,61,327</b>	<b>30.60</b>	<b>6,42,55,147</b>	<b>40.91</b>
	i)	Hazarimal Somani Partnership Firm.	3,31,79,370	21.13	3,69,86,810	23.55
	ii)	Adarsh Somani	42,07,952	2.68	1,65,94,332	10.57
	iii)	Kopran Lifestyle Limited	3,72,300	0.24	3,72,300	0.24
	iv)	Mridula Somani	50,10,925	3.19	50,10,925	3.19
	v)	Nupur Somani	29,98,900	1.91	29,98,900	1.91
	vi)	Rajendra Somani	1,50,000	0.10	1,50,000	0.10
	vii)	Rajendra Somani HUF	2,100	0.001	2100	0.00
	viii)	Adarsh Rajendra Somani (Trust)	3,00,000	0.19	3,00,000	0.19
	ix)	Adarsh Somani HUF	16,34,380	1.04	16,34,380	1.04
x)	B.K. Toshniwal (Adarsh Trust)	1,26,000	0.08	1,26,000	0.08	
xi)	Venkatesh Karrier Ltd.	79,400	0.05	79,400	0.05	

<b>b</b>	<b>Seller (s)</b>	<b>1,87,28,040</b>	<b>11.93</b>	<b>25,34,220</b>	<b>1.61%</b>
i)	Parijat Shipping and Finale Limited	1,69,400	0.11	Nil	Nil
ii)	Oriental Enterprises Partnership Firm	27,540	0.02	Nil	Nil
iii)	Sarvamangal Mercantile Company Ltd.	36,10,500	2.30	Nil	Nil
iv)	Varun Surendra Somani HUF	8,17,380	0.52	Nil	Nil
v)	Namrata Somani	26,55,820	1.69	Nil	Nil
vi)	Surendra Somani	16,89,085	1.08	Nil	Nil
vii)	Vandana Somani	54,08,020	3.44	Nil	Nil
viii)	Varun Somani	43,50,295	2.77	25,34,220	1.61

**For and on Behalf of Acquirers**

Adarsh somani  
Date: 23.08.2025  
Place: Mumbai