DHUNSERI INVESTMENTS LIMITED

CIN: L15491WB1997PLC082808
Registered Office : Dhunseri House, 4A, Woodburn Park, Kolkata - 700 020

Ref. No. DIL/108/2025/ 28.02.2025

To,
BSE Limited
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400001

National Stock Exchange of India Limited
Exchange Plaza,
Plot No: C/l, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub: Submission of Disclosure required under Regulation 10(5) of the SEBI (SAST) Regulations, 2011

Dear Sir/Madam,

In compliance with the Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, please find enclosed the disclosure under Regulation 10(5) of the SEBI (SAST) Regulations, 2011, for acquisition of 30,78,759 equity shares (8.79%) held by Naga Dhunseri Group Limited (NDGL) in Dhunseri Ventures Limited (DVL).

This transaction, being an inter-se transfer of shares amongst the promoter group, falls within the exemptions provided under Regulation 10(1)(a)(ii) and Regulation 10(1)(a)(iv) of the SEBI (SAST) Regulations, 2011.

In this connection, necessary disclosure under Regulation 10(5) in respect of above said acquisition in the prescribed format is enclosed herewith for your kind information and records.

Thanking You.

Yours faithfully,
For **Dhunseri Investments Limited**

Nikita Gupta

Nikita Gupta
Company Secretary & Compliance Officer

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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)	Dhunseri Ventures Limited (DVL)
2.		Name of the acquirer(s)	Dhunseri Investments Limited (DIL)
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	Naga Dhunseri Group Limited (NDGL)
	b.	Proposed date of acquisition	On or after 07-03-2025
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	30,78,759 equity shares
	d.	Total shares to be acquired as % of share capital of TC	8.79%
	e.	Price at which shares are proposed to be acquired	The shares of TC will be acquired at a price to be determined as per Regulation 10(1) (a) of Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011.
	f.	Rationale, if any, for the proposed transfer	For consolidating and increasing focus on its interests in Dhunseri Ventures Limited (DVL) and as part of reorganisation of its major investment portfolio, the Company proposes to acquire 30,78,759 equity shares of DVL from NDGL.
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) & Regulation 10(1)(a)(iv) of the Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) 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.	The 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 is INR 359.28 per share.
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.	Attached as Annexure- I
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)	Attached as Annexure- I

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10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Attached as Annexure- I			
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)(*)					
Dhunseri Investments Limited (DIL)		1,97,67,468	56.44	2,28,46,227	65.23
PACs (other than seller)		34,21,773	9.77	34,21,773	9.77
(b) Seller (s)					
Naga Dhunseri Group Ltd. (NDGL)		30,78,759	8.79	-	-

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.

For **Dhunseri Investments Limited**

Nikita Gupta

Nikita Gupta
Company Secretary & Compliance Officer

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ANNEXURE-I

TO WHOMSOEVER IT MAY CONCERN

We hereby confirm the following with respect to the Proposed Transaction:

1. That the per share value of Dhunseri Ventures Limited taken into account for the acquisition price for the Proposed Transaction would not be higher by more than 25% of the price per share of Dhunseri Ventures Limited computed in accordance with Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
2. That we will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)
3. All the conditions specified under regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions has been duly complied with.

For **Dhunseri Investments Limited**

Nikita Gupta

Nikita Gupta
Company Secretary & Compliance Officer

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