Hrishikesh Arvind Mafatlal
Mafatlal Bunglow,10, Altamount Road, Cumballa Hill, Mumbai - 400026

Date: 30 March, 2019

To,
The Manager,

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 500730	**National Stock Exchange of India Limited** Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai-400051 Symbol: NOCIL

Sub: Disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 for your records.

You are requested to kindly take note of the above.

Hrishikesh Arvind Mafatlal

CC: NOCIL Limited
Mafatlal House, 3rd Floor,
H. T. Parekh Marg,
Backbay Reclamation,
Churchgate, Mumbai,
Maharashtra, 400020

DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATION, 2011

PART A: Details of the Acquisition

Name of the Target Company (TC)	NOCIL Limited		
Name(s) of the acquirer and Persons acting in Concert (PAC) with the acquirer	Mr. Hrishikesh Arvind Mafatlal		
Whether the acquirer belongs to promoter / promoter group	The acquirer is a part of the promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. The National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition as follows	Number	% w.r.t. total share/~~voting~~ ~~capital~~ wherever applicable(*)	% w.r.t. total diluted share/~~voting~~ ~~capital~~ of the TC (**)
Before the acquisition under consideration, holding of acquirer in Suremi Private Limited (Suremi), a company which holds 12.32% of the total equity capital of the Target Company:			
a) Shares carrying voting rights	13,030	99.31%	99.31%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	13,030	99.31%	99.31%
Details of acquisition of Compulsorily Convertible Preference Shares (CCPS) by the acquirer in Suremi, a company which holds 12.32% of the total equity share capital of the Target Company: (Refer Annexure A for Shareholding of Target Company)			
a) Shares carrying voting rights acquired	NIL	NIL	NIL
b) VRs acquired otherwise than by shares	NIL	NIL	NIL
c) ~~Warrants~~/convertible securities/~~any other instrument~~ that entitles the acquirer to receive shares carrying voting rights in Suremi ~~the TC (specify holding in each category) acquired~~	9,77,250 (CCPS)	98.00%	98.00% (Diluted)
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	9,77,250	98.00%	98.00%
After the acquisition, holding of acquirer in Suremi, a company which holds 12.32% of the total equity share capital of Target Company:			
a) Shares carrying voting rights	13,030	1.31%	1.31%
b) VRs otherwise than by shares	NIL	NIL	NIL
c) ~~Warrants~~/convertible securities/~~any other instrument~~ that entitles the acquirer to receive shares carrying voting rights in Suremi ~~the TC (specify holding in each category) after acquisition~~	9,77,250 (CCPS)	98.01%	98.01% (Diluted)
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	9,90,280	99.32%	99.32%

Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Allotment by way of bonus issue
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	One Compulsorily Convertible Preference Share convertible into one equity share of Rs. 10 each within 10 years from the date of allotment
~~Date of acquisition of~~/ date of receipt of intimation of allotment of ~~shares / VR/ warrants~~/convertible securities/~~any other instrument~~ that entitles the acquirer to receive shares in the TC.	30March, 2019
Equity share capital / total voting capital of Suremi before the said acquisition	Rs.1,31,200 (13,120 Equity Shares of Rs. 10 each) of Suremi, which holds 12.32% of the total equity share capital of the Target Company.
Equity share capital/ total voting capital of Suremi after the said acquisition	Rs. 1,31,200 (13,120 Equity Shares of Rs. 10 each) of Suremi, which holds 12.32% of the total equity share capital of the Target Company.
Total diluted share/voting capital of Suremi after the said acquisition	Rs.99,71,200 (9,97,120 Equity Shares of Rs. 10 each) of Suremi, which holds 12.32% of the total equity share capital of the Target Company.

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Note: Suremi has issued Rs. 98,40,000 (9,84,000 compulsorily convertible preference shares of Rs. 10 each) by way of bonus issue to its shareholders. There is no direct or indirect change in the voting rights or control over the Target Company. The above disclosures are filed only out of abundant caution.

Date: 30 March, 2019

Hrishikesh Arvind Mafatlal

Annexure A

Name of the Target Company - NOCIL Limited

	Shareholding Details	Before acquisition/ disposal shareholding			Details of shares acquired/ disposed			after acquisition/ disposal shareholding		
		Number of shares/ voting rights	% w.r.t total share capital/ voting capital wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital/ voting capital wherever applicable	% w.r.t total diluted share / voting capital of the TC	Number of shares/ voting rights	% w.r.t total share capital of TC	% w.r.t total diluted share / voting capital of the TC
a.	**Acquirer(s) and PACs (other than sellers)(*):**									
	Acquirer(s)/ Transferee(s):									
1	HRISHIKESH A MAFATLAL	1,77,900	0.11%	0.11%	-	-	-	1,77,900	0.11%	0.11%
b.	**Seller(s)/ Transferor(s):**									
	Not Applicable	-	-	-	-	-	-	-	-	-
c.	**PACs (other than sellers/ transferors)**									
	PRIYAVRATA H MAFATLAL	5,17,000	0.31%	0.31%	-	-	-	5,17,000	0.31%	0.31%
1	HRISHIKESH A MAFATLAL (as a trustee of the Hrishikesh A Mafatlal family trust)	10,260	0.01%	0.01%	-	-	-	10,260	0.01%	0.01%
2	REKHA HRISHIKESH MAFATLAL	1,54,500	0.09%	0.09%	-	-	-	1,54,500	0.09%	0.09%
3	KRISHNADEEP ENGG PVT LTD	4,02,720	0.24%	0.24%	-	-	-	4,02,720	0.24%	0.24%
4	MAFATLAL INDUSTRIES LTD	2,52,59,059	15.28%	15.28%	-	-	-	2,52,59,059	15.28%	15.28%
5	SUREMI TRADING PVT LTD	2,03,69,204	12.32%	12.32%	-	-	-	2,03,69,204	12.32%	12.32%
6	SUMIL HOLDINGS PVT LTD	220	0.00%	0.00%	-	-	-	220	0.00%	0.00%
7	SHAMIR TEXCHEM PVT LTD	220	0.00%	0.00%	-	-	-	220	0.00%	0.00%
8	SUSHRIPADA INVESTMENTS PVT LTD	89,60,880	5.42%	5.42%	-	-	-	89,60,880	5.42%	5.42%
9	ARVI ASSOCIATES PVT LTD	26	0.00%	0.00%	-	-	-	26	0.00%	0.00%

Date: March 30, 2019

Place: Mumbai

Mr. Hrishikesh Arvind Mafatlal