

# SUREMI TRADING PRIVATE LIMITED

Registered Office: D-1, Sindhu House, 4th Floor, 3/5, Nanabhai Lane, Fort, Mumbai - 400 001.

Tel.: +91-22-6617 3636

Fax: +91-22-6635 7633

CIN No.: U65990MH1978PTC020335

Date: 30 March, 2019

To,  
The Manager,

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

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

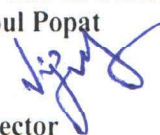
Dear Sir/ Madam,

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.

**For and on behalf of Suremi Trading Private Limited**

**Vipul Popat**

  
**Director**

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

**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/ wherever applicable | % w.r.t total diluted share / voting capital of the TC | Number of shares/ voting rights      | % w.r.t total share 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                    | SUREMI TRADING PVT LTD                         | 2,03,69,204                               | 12.32%                                           | 12.32%                                                 | -                                    | -                                                | -                                                      | 2,03,69,204                              | 12.32%                            | 12.32%                                                 |
| b.                   | Seller(s)/ Transferor(s):                      |                                           |                                                  |                                                        |                                      |                                                  |                                                        |                                          |                                   |                                                        |
|                      | Not Applicable                                 |                                           |                                                  |                                                        |                                      |                                                  |                                                        |                                          |                                   |                                                        |
| c.                   | PACs (other than sellers/ transferors)         |                                           |                                                  |                                                        |                                      |                                                  |                                                        |                                          |                                   |                                                        |
|                      | PRITYAVRATA 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     | 10,260                                    | 0.01%                                            | 0.01%                                                  | -                                    | -                                                | -                                                      | 10,260                                   | 0.01%                             | 0.01%                                                  |
| 2                    | HRISHIKESH A. Mafatlal family trust)           | 1,54,500                                  | 0.09%                                            | 0.09%                                                  | -                                    | -                                                | -                                                      | 1,54,500                                 | 0.09%                             | 0.09%                                                  |
| 3                    | REKHA HRISHIKESH MAFATLAL                      | 4,02,720                                  | 0.24%                                            | 0.24%                                                  | -                                    | -                                                | -                                                      | 4,02,720                                 | 0.24%                             | 0.24%                                                  |
| 4                    | KRISHNADEEP ENG'G PVT LTD                      | 2,52,59,059                               | 15.28%                                           | 15.28%                                                 | -                                    | -                                                | -                                                      | 2,52,59,059                              | 15.28%                            | 15.28%                                                 |
| 5                    | MAFATLAL INDUSTRIES LTD                        | 1,77,900                                  | 0.11%                                            | 0.11%                                                  | -                                    | -                                                | -                                                      | 1,77,900                                 | 0.11%                             | 0.11%                                                  |
| 6                    | HRISHIKESH A MAFATLAL                          | 220                                       | 0.00%                                            | 0.00%                                                  | -                                    | -                                                | -                                                      | 220                                      | 0.00%                             | 0.00%                                                  |
| 7                    | SUMIL HOLDINGS PVT LTD                         | 220                                       | 0.00%                                            | 0.00%                                                  | -                                    | -                                                | -                                                      | 220                                      | 0.00%                             | 0.00%                                                  |
| 8                    | SHAMIR TEXCHEM PVT LTD                         | 89,60,880                                 | 5.42%                                            | 5.42%                                                  | -                                    | -                                                | -                                                      | 89,60,880                                | 5.42%                             | 5.42%                                                  |
| 9                    | SU SHRIPADA INVESTMENTS PVT LTD                | 26                                        | 0.00%                                            | 0.00%                                                  | -                                    | -                                                | -                                                      | 26                                       | 0.00%                             | 0.00%                                                  |

Date: March 30, 2019  
Place: Mumbai

Suremi Trading Private Limited

Vipul Popat  
Director

**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                                                                                                                                                                          | Suremi Trading Private Limited                                                |                                                            |                                                            |
| 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)<br>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 (**) |
| <b>Before the acquisition under consideration, holding of acquirer in Krishnadeep Engineers Private Limited (KEPL), a company which holds 0.24% of the total equity capital of the Target Company:</b>                                                 |                                                                               |                                                            |                                                            |
| a) Shares carrying voting rights                                                                                                                                                                                                                       | 700                                                                           | 70%                                                        | 70%                                                        |
| 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)                                                                                                                                                                                                                                     | 700                                                                           | 70%                                                        | 70%                                                        |
| <b>Details of acquisition of Compulsorily Convertible Preference Shares (CCPS) by the acquirer in KEPL, a company which holds 0.24% of the total equity share capital of the Target Company: (Refer Annexure A for Shareholding of Target Company)</b> |                                                                               |                                                            |                                                            |
| 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 KEPL the TC (specify holding in each category) acquired                                                                 | 70,000<br>(CCPS)                                                              | 69.31%                                                     | 69.31%<br>(Diluted)                                        |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                                                                                | NIL                                                                           | NIL                                                        | NIL                                                        |
| e) Total (a+b+c+/-d)                                                                                                                                                                                                                                   | 70,000                                                                        | 69.31%                                                     | 69.31%                                                     |
| <b>After the acquisition, holding of acquirer in KEPL, a company which holds 0.24% of the total equity share capital of Target Company:</b>                                                                                                            |                                                                               |                                                            |                                                            |
| a) Shares carrying voting rights                                                                                                                                                                                                                       | 700                                                                           | 0.69%                                                      | 0.69%                                                      |
| 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 KEPL the TC (specify holding in each category) after acquisition                                                        | 70,000<br>(CCPS)                                                              | 69.31%                                                     | 69.31%<br>(Diluted)                                        |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                                                                                | NIL                                                                           | NIL                                                        | NIL                                                        |
| e) Total (a+b+c+d)                                                                                                                                                                                                                                     | 70,700                                                                        | 70%                                                        | 70%                                                        |

|                                                                                                                                                                                                                        |                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| 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. 100 each within 10 years from the date of allotment  |
| <del>Date of acquisition of/</del> date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/ <del>any other instrument</del> that entitles the acquirer to receive shares in the TC. | 30 March, 2019                                                                                                                              |
| Equity share capital / total voting capital of KEPL before the said acquisition                                                                                                                                        | Rs.1,00,000 (1000 Equity Shares of Rs. 100 each) of KEPL, which holds 0.24% of the total equity share capital of the Target Company.        |
| Equity share capital/ total voting capital of KEPL after the said acquisition                                                                                                                                          | Rs.1,00,000 (1000 Equity Shares of Rs. 100 each) of KEPL, which holds 0.24% of the total equity share capital of the Target Company.        |
| Total diluted share/voting capital of KEPL after the said acquisition                                                                                                                                                  | Rs.1,01,00,000 (1,01,000 Equity Shares of Rs. 100 each) of KEPL, which holds 0.24% 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: KEPL has issued Rs. 1,00,00,000 (1,00,000 compulsorily convertible preference shares of Rs. 100 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

For and on behalf of Suremi Trading Private Limited

  
Vipul Popat  
Director