

SUSHRIPADA INVESTMENTS PRIVATE LIMITED

Registered Office:

Mafatlal House, Backbay Reclamation Mumbai - 400 020.

Tel.: 6617 3636 • Fax: 6635 7633

CIN No.: U65990MH1974PTC017275

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(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 for your records.

You are requested to kindly take note of the above.



Vipul Popat

For and on behalf of Sushripada Investments Private Limited

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

**DISCLOSURE UNDER REGULATION 29(2) 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	Sushripada Investments 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) 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 (**)
<u>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:</u>			
a) Shares carrying voting rights	90	0.69%	0.69%
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)	90	0.69%	0.69%
<u>Details of acquisition of Compulsorily Convertible Preference Shares (CCPS) by the acquirer in Suremi, a company which holds 0.24% of the total equity share capital of the Target Company: (Refer Annexure A for Shareholding of Target Company)</u>			
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	6750 (CCPS)	0.68%	0.68% (Diluted)
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	6750	0.68%	0.68%
<u>After the acquisition, holding of acquirer in Suremi, a company which holds 0.24% of the total equity share capital of Target Company:</u>			
a) Shares carrying voting rights	90	0.01%	0.01%
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	6750 (CCPS)	0.68%	0.68% (Diluted)
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	6840	0.69%	0.69%

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
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.	30 March, 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.

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



Vipul Popat

For and on behalf of Sushripada Investments Private Limited

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	SUSHRIPADA INVESTMENTS PVT LTD	89,60,880	5.42%	5.42%	-	-	-	89,60,880	5.42%	5.42%
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%
	HRISHIKESH A MAFATLAL (as a trustee of the	10,260	0.01%	0.01%	-	-	-	10,260	0.01%	0.01%
1	Hrshikesh A. Mafatlal family trust)	1,54,500	0.09%	0.09%	-	-	-	1,54,500	0.09%	0.09%
2	RE KHA HRISHIKESH MAFATLAL	4,02,720	0.24%	0.24%	-	-	-	4,02,720	0.24%	0.24%
3	KRISHNADEEP ENGG PVT LTD	2,03,69,204	12.32%	12.32%	-	-	-	2,03,69,204	12.32%	12.32%
4	SUREMI TRADING 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	26	0.00%	0.00%	-	-	-	26	0.00%	0.00%
9	ARVI ASSOCIATES PVT LTD									

Date: March 30, 2019

Place: Mumbai



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For and On behalf of Sushripada Investments Private Limited