

DINDAYAL TEXPRO PVT. LTD.

CIN No. U17299WB2016PTC216022

REGENT GARMENT APPAREL PARK
64/1/1/88, Jessore Road, Block No. 11
24 Parganas (N), Barasat - 700124
GST No. : 19AAFCD7255A1ZS

1. ☒ **National Stock Exchange of India Ltd.**

Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

NSE Scrip Code: DOLLAR

2. **BSE Limited**

Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

BSE Scrip Code: 541403

3. **Dollar Industries Limited**

Om Tower, 15th Floor
32, J.L. Nehru Road
Kolkata WB 700071

Dear Sir,

Re: Disclosure under regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Vide order dated 14th January, 2020, the Kolkata Bench of the Hon'ble National Company Law Tribunal (NCLT) has approved the scheme of amalgamation of Galore Tradecom Private Limited and Veracity Tradecom Private Limited with Dindayal Texpro Private Limited. The said order was filed with the MCA on 3rd March, 2020. The amalgamation has resulted in the increase in the shareholding of the promoter group in the target company from 60.16% to 72.21%.

Pursuant to the said scheme of amalgamation, please find attached herewith the disclosure under regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The same is for your information and records.

For Dindayal Texpro Private Limited
DINDAYAL TEXPRO PRIVATE LIMITED


Director

Krishan Kumar Gupta
Director
Din : 01982914

Place: Kolkata
Date: March 05, 2020

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Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI(Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Dollar Industries Limited
2.	Name of the acquirer	Dindayal Texpro Private Limited
3.	Name of the stock exchange where shares of the TC are listed	BSE limited National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Refer to Annexure I
5.	Relevant regulation under which the acquirer is exempted from making open offer.	<u>Regulation 10(1)(d)(iii), which states that::</u> The following acquisitions shall be exempt from the obligation to make an open offer under Regulation 3 and Regulation 4 subject to fulfillment of the conditions stipulated therefor- (d) acquisition pursuant to a scheme- i. ... ii. ... iii. Of arrangement not directly involving the target company as a transferor company or as a transferee company, or reconstruction not involving the target company's undertaking, including amalgamation, merger or demerger, pursuant to an order of a court or a competent authority under any law or regulation, Indian or foreign, subject to- (A) The component of cash and cash equivalents in the consideration paid being less than twenty-five percent of the consideration paid under the scheme, and (B) Where after implementation of the scheme of arrangement, persons directly or indirectly holding at least thirty-three percent of the voting rights in the combined entity are the same as the persons who held the entire voting rights before the implementation of the scheme.
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and ifso, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange	No Not Applicable Not Applicable

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7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a.	Name of the transferor / seller	Not Applicable		Not Applicable	
	b.	Date of acquisition	Not Applicable		Not Applicable	
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable		Not Applicable	
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable		Not Applicable	
	e.	Price at which shares are proposed to be acquired / actually acquired	Not Applicable		Not Applicable	
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	A	Each Acquirer / Transferee(*)	Refer to Annexure II			
	B	Each Seller / Transferor	-	-	-	-
		Shareholding of the Promoter Group	3,41,18,186	60.16%	4,09,50,186	72.21%

For Dindayal Texpro Private Limited
DINDAYAL TEXPRO PRIVATE LIMITED

Krishan Kumar Gupta

Director

Director

DIN: 01982914

Place: Kolkata

Date: March 05, 2020

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ANNEXURE I

Synopsis of the scheme of amalgamation

V. K. Mercantile Private Limited holds 68,32,000 equity shares of Dollar Industries Limited constituting 12.05% of the equity shares and voting rights of Dollar Industries Limited. R A Dealcomm Private Limited holds 88.34% of the equity shares of V. K. Mercantile Private Limited. Galore Tradecom Private Limited and Veracity Tradecom Private Limited together hold 96.87% of the equity shares of R A Dealcomm Private Limited.

Dindayal Texpro Private Limited is a part of the promoter group of the target company.

Vide order dated 14th January, 2020, the Kolkata Bench of the Hon'ble National Company Law Tribunal (NCLT) has approved the scheme of amalgamation of Galore Tradecom Private Limited and Veracity Tradecom Private Limited with Dindayal Texpro Private Limited. The said order was filed with the MCA on 3rd March, 2020.

Pursuant to the said merger of Galore Tradecom Private Limited and Veracity Tradecom Private Limited with Dindayal Texpro Private Limited, V. K. Mercantile Private Limited has become a step-down subsidiary of Dindayal Texpro Private Limited and is now a part of the promoter group.

Hence the said amalgamation has resulted in the increase in the shareholding of the promoter group in the target company from 60.16% to 72.21%.

For Dindayal Texpro Private Limited
DINDAYAL TEXPRO PRIVATE LIMITED


Director

Krishan Kumar Gupta
Director
DIN: 01982914

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ANNEXURE II

Details of the promoters and promoter group

Shareholding before acquisition

Name of shareholder	Shareholding before acquisition	
	No. of shares	Holding %
ANITA GUPTA	34,510	0.06%
ANKIT GUPTA	66,430	0.12%
BAJRANG KUMAR GUPTA	16,61,450	2.93%
BINAY KUMAR GUPTA	15,70,170	2.77%
BINAY KUMAR GUPTA HUF	18,480	0.03%
CHANDRAKALA GUPTA	3,72,470	0.66%
DINDAYAL BAJRANG LAL GUPTA HUF	18,480	0.03%
DINDAYAL GUPTA	4,37,150	0.77%
DINDAYAL GUPTA HUF	9,28,200	1.64%
DINDAYAL KRISHAN KUMAR GUPTA HUF	18,480	0.03%
DINDAYAL VINOD KUMAR GUPTA HUF	20,160	0.04%
GAURAV GUPTA	52,920	0.09%
KRISHAN KUMAR GUPTA	16,32,750	2.88%
KRISHAN KUMAR GUPTA HUF	20,580	0.04%
NITU GUPTA	25,620	0.05%
PRAMOD KUMAR GUPTA	31,500	0.06%
RUCHI GUPTA	23,100	0.04%
SEEMA GUPTA	1,750	0.00%
VINOD KUMAR GUPTA	15,35,590	2.71%
VINOD KUMAR GUPTA HUF	7,140	0.01%
SIMPLEX IMPEX PRIVATE LIMITED	2,56,41,256	45.21%
DINDAYAL TEXPRO PRIVATE LIMITED	-	0.00%
Total Shareholding of Promoter and Promoter Group	3,41,18,186	60.16%

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Krishan Kumar Gupta
Director

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SIMPLEX IMPEX PRIVATE LIMITED	2,56,41,256	45.21%
DINDAYAL TEXPRO PRIVATE LIMITED	-	-
V. K. MERCANTILE PRIVATE LIMITED	68,32,000	12.05%
Total Shareholding of Promoter and Promoter Group	4,09,50,186	72.21%

For Dindayal Texpro Private Limited
DINDAYAL TEXPRO PRIVATE LIMITED

Krishan Kumar Gupta

Director

Director

DIN: 01982914