Pfaudler
Defining the standard

September 25, 2020

To,

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400051

SYMBOL: GMMPFAUDLR

To,

Corporate Relationship Department
BSE Limited
P.J. Towers Dalal Street,
Mumbai- 400 001

Scrip Code: 505255

Dear Sir,

Sub.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We, Pfaudler Inc., Entity forming part of Promoter group of GMM Pfaudler Limited, hereby furnish the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on your record and acknowledge.

Thanking you,

Yours faithfully,

For Pfaudler Inc.

Melinda Kellogg

Melinda Kellogg
Authorized Signatory
Encl: As above

CC:

GMM Pfaudler Limited
Vithal Udyognagar,
Anand - Sojitra Road,
Karamsad - 388 325, Gujarat

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1000 West Ave.
Rochester NY 14611, USA
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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	GMM Pfaudler Limited		
Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller	Pfaudler Inc. ("**Seller**")		
Whether the Seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the disposal as follow:	**Number**	**% w.r.t. total share/voting capital wherever applicable(*)**	**% w.r.t. total diluted share/voting capital of the TC (**)**
Before the ~~acquisition~~/disposal under consideration, holding of the Seller: a) **Shares carrying voting rights**: Pfaudler Inc.	73,72,475	50.44%	50.44%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the Seller to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
Total (a+b+c+d)	**73,72,475**	**50.44%**	**50.44%**
Details of ~~acquisition~~/sale of shares held by the Seller a) Shares carrying voting rights ~~acquired~~ sold by **Pfaudler Inc.**	25,95,739	17.76%(1)	17.76%(1)
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the Seller to receive	Nil	Nil	Nil

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shares carrying voting rights in the TC (specify holding in each category) acquired/sold. d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
Total (a+b+c+d)	**25,95,739**	**17.76%((1)**	**17.76%((1)**
After the ~~acquisition~~/sale, holding of the Seller: a) Shares carrying voting rights **Pfaudler Inc.** b) Shares encumbered with the acquirer c) VRs otherwise than by equity shares 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) after acquisition	47,76,736 Nil Nil Nil	32.68% Nil Nil Nil	32.68% Nil Nil Nil
Total (a+b+c+d)	**47,76,736**	**32.68%**	**32.68%**
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Sale of Equity Shares through the stock exchange mechanism in accordance with circular bearing no. CIR/MRD/DP/18/2012 dated July 18, 2012 notified by the Securities and Exchange Board of India pertaining to comprehensive guidelines on offer for sale of shares by promoters through stock exchange mechanism, as amended by SEBI *vide* its circular number CIR/MRD/DP/04/2013 dated January 25, 2013,circular number CIR/MRD/DP/ 17 /2013 dated May 30, 2013, circular number CIR/MRD/DP/24/2014 dated August 8, 2014, circular number CIR/MRD/DP/32/2014 dated December 1, 2014, circular number CIR/MRD/DP/12/2015 dated June 26, 2015 and circular number CIR/MRD/DP/36/2016 dated February 15, 2016, circular number CIR/MRD/DP/65/2017 dated June 27, 2017 and circular number SEBI/HO/MRD/DOPI/CIR/P/2018/159 dated December 28, 2018 issued by the Securities and Exchange Board of India ("**SEBI**"), read with Section 21 of Chapter 1 of the Master Circular for Stock Exchange and Clearing Corporation –		

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	circular no. SEBI/HO/MRD/DP/CIR/P/117 dated October 25, 2019 issued by SEBI.
Date of sale of shares	September 23, 2020
Equity share capital / total voting capital of the TC before the said sale	Rs. 2,92,35,000/-
Equity share capital/ total voting capital of the TC after the said sale	Rs. 2,92,35,000/-
Total diluted share/voting capital of the TC after the said sale	Rs. 2,92,35,000/-

(*) Total share capital/voting capital to be taken as per the latest filing to be done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

(1) The Offer for Sale was announced on September 21, 2020 for sale of 40,93,100 equity shares of face value of ₹2/- each, representing 28.00% of the total paid up equity share capital of the Company. This is a disclosure of the shares allotted (from the shares held by the Seller) on the basis of the valid bids received from non-retail investors and retail investors on T day and T + 1 day (i.e. September 22, 2020 and September 23, 2020).

For Pfaudler Inc.

Melinda Kellogg

Melinda Kellogg
Authorized Signatory

Place: USA
Date: September 25, 2020

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