

ADARSH SOMANI

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Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Oricon Enterprises Limited		
2.	Name of the acquirer(s)	1. Hazarimal Somani Partnership Firm 2. Adarsh Somani Along with the following Persons Acting in Concert 3. Kopran Lifestyle Limited 4. Mridula Somani 5. Nupur Somani 6. Rajendra Somani 7. Rajendra Somani HUF 8. Adarsh Rajendra Somani (Trust) 9. Adarsh Somani 10. Adarsh Somani HUF 11. B.K.Toshniwal (Adarsh Trust) 12. Venkatesh Karrier Limited.		
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes		
4.	Details of the proposed acquisition			
	a. Name of the person(s) from whom shares are to be acquired	i) Parijat Shipping and Finale Limited ii) Oriental Enterprises Partnership Firm iii) Sarvamangal Mercantile Company Limited. iv) Varun Surendra Somani HUF v) Namrata Somani vi) Surendra Somani vii) Vandana Somani viii) Varun Somani		
	b. Proposed date of acquisition	September 01, 2025		
	c. Number of shares to be acquired from each person mentioned in 4(a) above	S.No	Person from whom shares are to be acquired	Number of equity shares to be acquired
		i)	Parijat Shipping and Finale Limited	1,69,400
		ii)	Oriental Enterprises	27,540

			iii)	Sarvamangal Mercantile Company Limited	36,10,500	
			iv)	Varun Surendra Somani HUF	8,17,380	
			v)	Namrata Somani	26,55,820	
			vi)	Varun Somani	43,50,295	
			vii)	Surendra Somani	16,89,085	
			viii)	Vandana Somani	28,73,800	
	d.	Total shares to be acquired as % of share capital of TC	10.31%			
	e.	Price at which shares are proposed to be acquired	S.N	Person from whom shares are to be acquired	Number of equity shares to be acquired	Price at which shares are being proposed to be acquired
			i.	Parijat Shipping and Finale Limited	1,69,400	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
			ii.	Oriental Enterprises Partnership Firm	27,540	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
			iii.	Sarvamangal Mercantile Company Limited	36,10,500	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
			iv.	Varun Surendra Somani HUF	8,17,380	Rupees 54.54 per equity share (or) the prevailing market price at the date of transfer of shares
			v.	Namrata Somani	26,55,820	Transfer is without consideration by way of Gift

			vi. Varun Somani	43,50,295	Transfer is without consideration by way of Gift
			vii. Surendra Somani	16,89,085	Transfer is without consideration by way of Gift
			viii. Vandana Somani	28,73,800	Transfer is without consideration by way of Gift
	f.	Rationale, if any, for the proposed transfer	The shares are being transferred <i>inter-se</i> among the Promoters in order to put an end to the family disputes, to buy peace, to weed out the differences on account of the <i>inter-se</i> family disputes, to settle inequalities in the partition of the family business, and for preserving family property by avoiding litigation and saving honour of the family.		
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		Regulation 10(1) (a) (ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.		
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.		S.No.	Stock Exchange the shares of the TC are listed on	Volume Weighted Average Market Price for a period of 60 trading days preceding the date of issuance of this notice
			i)	NSE	46.8856
			ii)	BSE	46.8464
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		Not Applicable		
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.		It is hereby declared by the acquirer that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable		

9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	It is hereby declared and undertaken by the acquirer that all the applicable disclosure requirements in Chapter V of the Securities and Exchange Board of India, (Substantial Acquisition of Shares and Takeover) Regulations, 2011 will be complied with				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared and undertaken by the acquirer that all the conditions specified under Regulation 10(1)(a) Securities and Exchange Board of India, (Substantial Acquisition of Shares and Takeover) Regulations, 2011 with respect to exemptions have been duly complied with				
11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No:of shares /voting rights	% w.r.t total share capital of TC	No:of shares/voting rights	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)	4,80,61,327	30.60	6,42,55,147	40.91
	i)	Hazarimal Somani Partnership Firm.	3,31,79,370	21.13	3,69,86,810	23.55
	ii)	Adarsh Somani	42,07,952	2.68	1,65,94,332	10.57
	iii)	Kopran Lifestyle Limited	3,72,300	0.24	3,72,300	0.24
	iv)	Mridula Somani	50,10,925	3.19	50,10,925	3.19
	v)	Nupur Somani	29,98,900	1.91	29,98,900	1.91
	vi)	Rajendra Somani	1,50,000	0.10	1,50,000	0.10
	vii)	Rajendra Somani HUF	2,100	0.001	2100	0.00
	viii)	Adarsh Rajendra Somani (Trust)	3,00,000	0.19	3,00,000	0.19
	ix)	Adarsh Somani HUF	16,34,380	1.04	16,34,380	1.04
	x)	B.K. Toshniwal (Adarsh Trust)	1,26,000	0.08	1,26,000	0.08
	xi)	Venkatesh Karrier Ltd.	79,400	0.05	79,400	0.05
	b	Seller (s)	1,87,28,040	11.93	25,34,220	1.61%
i)	Parijat Shipping and Finale Limited	1,69,400	0.11	Nil	Nil	

ii)	Oriental Enterprises Partnership Firm	27,540	0.02	Nil	Nil
iii)	Sarvamangal Mercantile Company Ltd.	36,10,500	2.30	Nil	Nil
iv)	Varun Surendra Somani HUF	8,17,380	0.52	Nil	Nil
v)	Namrata Somani	26,55,820	1.69	Nil	Nil
vi)	Surendra Somani	16,89,085	1.08	Nil	Nil
vii)	Vandana Somani	54,08,020	3.44	Nil	Nil
viii)	Varun Somani	43,50,295	2.77	25,34,220	1.61

For and on Behalf of Acquirers

Adarsh somani
Date: 22.08.2025
Place: Mumbai

