

# THACKER And COMPANY LTD.

Bhogilal Hargovindas Building, Mezzanine Floor  
18/20, K.Dubhash Marg, Mumbai 400 023  
Tel: 91-22-30213388 Fax: +91-22-43553345

Ref No: TAC/13-14/047

Date : 06.09.2013

To,  
The Listing Department,  
BSE Ltd.,  
P. J. Towers, Dalal Street,  
Mumbai 400 001

To,  
The Listing Department,  
The National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051

To,  
The Listing Department,  
The Pune Stock Exchange Ltd.  
Shivleela Chambers, 3<sup>rd</sup> Floor,  
R.B.Kumthekar Marg, 752,  
Sadashiv Peth,  
Pune - 411 030  
Stock Code : PADPU 2440

Stock Code : 500343

Stock Code : PDUMJEPULP

Dear Sir,

Company Name: Pudumjee Pulp And Paper Mills Limited

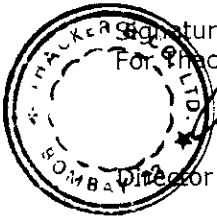
Sub: Interse Transfer

We are filing herewith the information required under regulation 10(5) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in respect of proposed acquisition of shares.

Thanking you

Yours Faithfully

Signature: For and on behalf of all the acquirers  
For Thacker and Company Limited



Place: Mumbai  
Date 06.09.2013

C.c. Pudumjee Paper and Pulp Mills Ltd.  
Thergaon, Pune

Address for all Acquirers: 60 Jatia Chambers,  
Dr. V.B.Gandhi Marg,  
Fort, Mumbai - 400 001

**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)                                                                                                                          | Pudumjee Pulp And Paper Mills Limited                                                                                                                                                                                                                                                                                                                               |
| 2. | Name of the acquirer(s)                                                                                                                                  | <ol style="list-style-type: none"> <li>1. Yashvardhan Jatia</li> <li>2. Arun Kumar Jatia jointly with Poonam Jatia</li> <li>3. Vasudha Jatia</li> <li>4. Vrinda Jatia</li> <li>5. Winterpark Investment and Finance Private Limited</li> <li>6. Ubiquitous Trading Pvt. Ltd</li> <li>7. Thacker and Co. Ltd.</li> </ol>                                             |
| 1. | 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 | The acquirers are Promoters                                                                                                                                                                                                                                                                                                                                         |
| 2. | Details of the proposed acquisition                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                     |
|    | a. Name of the person(s) from whom shares are to be acquired                                                                                             | <ol style="list-style-type: none"> <li>1. Shyam M Jatia jointly with Vandana Jatia</li> <li>2. Shyam M Jatia HUF</li> <li>3. Vandana Jatia jointly with Shyam M Jatia</li> <li>4. Apposite Trading Pvt. Ltd.</li> <li>5. Cheerful Commercial Pvt. Ltd.</li> </ol>                                                                                                   |
|    | b. Proposed date of acquisition                                                                                                                          | 16.09.2013                                                                                                                                                                                                                                                                                                                                                          |
|    | c. Number of shares to be acquired from each person mentioned in 4(a) above                                                                              | <ol style="list-style-type: none"> <li>1. Shyam M. Jatia jointly with Vandana Jatia - 1391488 Equity shares</li> <li>2. Shyam M. Jatia HUF - 131770 Equity shares</li> <li>3. Vandana Jatia jointly with Shyam M Jatia - 640609 Equity shares</li> <li>4. Apposite Trading Pvt. Ltd. - 1796438 Equity shares</li> <li>5. Cheerful Commercial Pvt. Ltd. -</li> </ol> |

|    |                                                                                                                                                                                                                                                                        |                                                                                   |                     |                                |                     |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------|--------------------------------|---------------------|
|    |                                                                                                                                                                                                                                                                        | 1804329 Equity shares.                                                            |                     |                                |                     |
|    |                                                                                                                                                                                                                                                                        | The detailed break up of the proposed Inter se transfer is attached as Annexure A |                     |                                |                     |
|    | d. Total shares to be acquired as % of share capital of TC                                                                                                                                                                                                             | 14.06%                                                                            |                     |                                |                     |
|    | e. Price at which shares are proposed to be acquired                                                                                                                                                                                                                   | Market price                                                                      |                     |                                |                     |
|    | f. Rationale, if any, for the proposed transfer                                                                                                                                                                                                                        | Inter se transfer amongst promoters                                               |                     |                                |                     |
| 3. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer                                                                                                                                                                 | 10 (1) (a) (ii) of the SEBI (SAST) Regulations 2011                               |                     |                                |                     |
| 4. | 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. | N.A.                                                                              |                     |                                |                     |
| 5. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.                                                                                                                                                         | Rs. 25/- per share                                                                |                     |                                |                     |
| 6. | 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.                                                                                                                | Yes Attached                                                                      |                     |                                |                     |
| 7. | 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)                | Yes Attached                                                                      |                     |                                |                     |
| 8. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.                                                                                                                        | Yes Attached                                                                      |                     |                                |                     |
| 9. | Shareholding details                                                                                                                                                                                                                                                   | Before the proposed transaction                                                   |                     | After the proposed transaction |                     |
|    |                                                                                                                                                                                                                                                                        | No. of shares /voting                                                             | % w.r.t total share | No. of shares /voting          | % w.r.t total share |

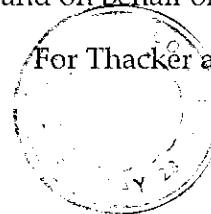
|  |                                                                                                                        | rights                              | capital<br>of<br>TC | rights | capital<br>of<br>TC |
|--|------------------------------------------------------------------------------------------------------------------------|-------------------------------------|---------------------|--------|---------------------|
|  | <ul style="list-style-type: none"> <li>- Acquirer(s) and PACs (other than sellers)(*)</li> <li>- Seller (s)</li> </ul> | For details please refer Annexure A |                     |        |                     |

**Note:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Date: 06.09.2013

Signature: For and on behalf of all the acquirers



For Thacker and Company Limited

Director

Place: Mumbai

**Annexure A - Detailed break up of the proposed acquisition of shares of Pudumjee Pulp & Paper Mills Limited**

| Name of Sellers/<br>transferors             | <u>Before the<br/>proposed<br/>transaction</u> |                                                  | <u>shares proposed<br/>to be transferred</u> |                                                  | <u>After proposed<br/>transaction</u> |                                                  | Name of acquirers/<br>transferees                 | <u>Before the<br/>proposed<br/>transaction</u> |                                                  | <u>shares proposed<br/>to be transferred</u> |                                                  | <u>After proposed<br/>transaction</u> |                                                  |
|---------------------------------------------|------------------------------------------------|--------------------------------------------------|----------------------------------------------|--------------------------------------------------|---------------------------------------|--------------------------------------------------|---------------------------------------------------|------------------------------------------------|--------------------------------------------------|----------------------------------------------|--------------------------------------------------|---------------------------------------|--------------------------------------------------|
|                                             | No of<br>shares/<br>voting<br>rights           | %<br>w.r.t<br>total<br>share<br>capital<br>of TC | No of<br>shares/<br>voting<br>rights         | %<br>w.r.t<br>total<br>share<br>capital<br>of TC | No of<br>shares/<br>voting<br>rights  | %<br>w.r.t<br>total<br>share<br>capital<br>of TC |                                                   | No of<br>shares/<br>voting<br>rights           | %<br>w.r.t<br>total<br>share<br>capital<br>of TC | No of<br>shares/<br>voting<br>rights         | %<br>w.r.t<br>total<br>share<br>capital<br>of TC | No of<br>shares/<br>voting<br>rights  | %<br>w.r.t<br>total<br>share<br>capital<br>of TC |
| Shyam M Jatta jointly<br>with Vandana Jatta | 1391488                                        | 3.39                                             | 1391488                                      | 3.39                                             | 0                                     | 0                                                | Yashvardhan Jatta                                 | 12500                                          | 0.03                                             | 1391488                                      | 3.39                                             | 2343854                               | 5.72                                             |
| Shyam M Jatta HUF                           | 131770                                         | 0.32                                             | 131770                                       | 0.32                                             | 0                                     | 0                                                | Yashvardhan Jatta                                 | 0                                              |                                                  | 131770                                       | 0.32                                             |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
| Vandana Jatta jointly<br>with Shyam M Jatta | 640609                                         | 1.56                                             | 640609                                       | 1.56                                             | 0                                     | 0                                                | Yashvardhan Jatta                                 | 0                                              |                                                  | 640609                                       | 1.56                                             | 2048000                               | 5.00                                             |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
| Apposite Trading<br>Private Limited         | 1796438                                        | 4.38                                             | 1796438                                      | 4.38                                             | 0                                     | 0                                                | Yashvardhan Jatta                                 | 0                                              |                                                  | 167487                                       | 0.41                                             | 500000                                | 1.22                                             |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Arjun Kumar Jatta<br>jointly with Poonam<br>Jatta | 1950894                                        | 4.76                                             | 97106                                        | 0.24                                             |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Vasudha Jatta                                     | 102500                                         | 0.25                                             | 397500                                       | 0.97                                             |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Vrinda Jatta                                      | 350500                                         | 0.85                                             | 149500                                       | 0.36                                             | 100000                                | 0.24                                             |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Winterpark                                        | 25000                                          | 0.06                                             | 75000                                        | 0.18                                             |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Investment and<br>Finance Pvt Limited             |                                                |                                                  |                                              |                                                  |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Ubiquitous Trading<br>Private Limited             | 1283970                                        | 3.13                                             | 866030                                       | 2.11                                             | 6150000                               | 5.24                                             |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  | Thacker and Co Ltd                                | 4301856                                        | 10.49                                            | 43815                                        | 0.11                                             |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
| Cheerful Commercial<br>Private Limited      | 1804329                                        | 4.40                                             | 1804329                                      | 4.40                                             | 0                                     | 0                                                | Thacker and Co Ltd                                | 0                                              |                                                  | 1804329                                      | 4.40                                             | 15.00                                 |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
|                                             |                                                |                                                  |                                              |                                                  |                                       |                                                  |                                                   |                                                |                                                  |                                              |                                                  |                                       |                                                  |
| Total                                       | 5764634                                        | 14.06                                            | 5764634                                      | 14.06                                            | 0                                     | 0                                                |                                                   | 8027220                                        | 19.58                                            | 5764634                                      | 14.06                                            | 13791854                              | 33.64                                            |

5292444444 for THACKER & CO LTD  
as an acquirer

Director/Authorised Signatory

# THACKER And COMPANY LTD.

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Tel: 91-22-30213388 Fax: +91-22-43553345

Ref No: TAC/13-14/046

Date : 06.09.2013

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To,  
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The National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
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Mumbai - 400 051

To,  
The Listing Department,  
The Pune Stock Exchange Ltd.  
Shivleela Chambers, 3<sup>rd</sup> Floor,  
R.B.Kumthekar Marg, 752,  
Sadashiv Peth,  
Pune - 411 030  
Stock Code : PADPU 2440

Stock Code : 500343

Stock Code : PDUMJEPULP

Dear Sir,

Company Name: Pudumjee Pulp And Paper Mills Limited

Sub: Interse Transfer

**Declaration required under point 8, 9 and 10 of the Format for Disclosures under Regulation 10(5) of SEBI (SAST) Regulations, 2011:**

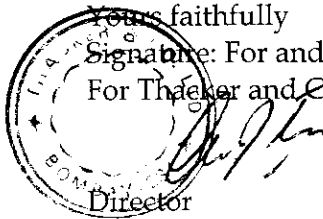
We the acquirers namely Yashvardhan Jatia, Ubiquitous Trading Pvt. Ltd., Thacker and Co. Ltd, Arun Kumar Jatia jointly with Poonam Jatia, Vasudha Jatia, Vrinda Jatia and Winterpark Investment and Finance Private Limited do hereby declare and confirm in respect of the proposed inter se transfer amongst promoters that:

- i) the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable of the Format for Disclosure under Regulation 10(5) of the SEBI ( SAST) Regulations, 2011.
- ii) 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)
- iii) all the conditions specified under regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions have been duly complied with.

Thanking you

Yours faithfully

Signature: For and on behalf of all the acquirers  
For Thacker and Company Limited



Place: Mumbai

Date: 06.09.2013

# THACKER And COMPANY LTD.

Bhogilal Hargovindas Building, Mezzanine Floor  
18/20, K.Dubhash Marg, Mumbai 400 023  
Tel: 91-22-30213388 Fax: +91-22-43553345

C.c. Pudumjee Paper and Pulp Mills Ltd.  
Thergaon,Pune

Address for all Acquirers: 60 Jatia Chambers,  
Dr. V.B.Gandhi Marg,  
Fort, Mumbai - 400 001