

21st September, 2020

DCS – Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
e-mail: corp.relations@bseindia.com
Scrip Code – 506655

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
e-mail: takeover@nse.co.in
Scrip Symbol – SUDARSCHEM

Dear Sir / Madam,

Sub: Prior Intimation under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In order to comply with the provisions of Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations, 2011”), the undersigned being part of the Promoter and Promoter Group of the Company, hereby furnishes prior intimation in the specified format as per the regulations, in respect of the proposed inter-se acquisition of a total of 5,23,500 Equity Shares of Rs. 2/- each (i.e. 0.76%) of the Target Company i.e. SUDARSHAN CHEMICAL INDUSTRIES LIMITED (“TC”), from Shri Balkrishna Rathi Family Trust (4,22,600 Equity Shares i.e. 0.61%) and Smt. Kusum Balkrishna Rathi (1,00,900 Equity Shares i.e. 0.15%).

The acquisition of the shares will be in the following manner –

1. Inter-se Transfer of 4,22,600 Equity Shares of Rs. 2/- each (i.e. 0.61%), from Shri Balkrishna Rathi Family Trust to Mr. Rajesh Balkrishna Rathi;
2. Inter-se Transfer of 1,00,900 Equity Shares of Rs. 2/- each (i.e. 0.15%), from Smt. Kusum Balkrishna Rathi, Mother of Mr. Rajesh Balkrishna Rathi to Mr. Rajesh Balkrishna Rathi;

The Inter-se Transfer as explained above is planned due to a proposed dissolution of Shri Balkrishna Rathi Family Trust and a gift from Smt. Kusum Balkrishna Rathi, and whereby the said Equity Shares of the TC would be transferred to Mr. Rajesh Balkrishna Rathi, being member of the Promoter and Promoter Group as an exemption provided under Regulations 10(1)(a)(i) (which states that – immediate relatives) and 10(1)(a)(ii) (which states that - persons named as promoters in the shareholding pattern filed by the Target Company in terms of listing regulations or as the case may be, the listing agreement, or these regulations for not less than three years prior to the proposed acquisition.)

We would also like to state that there will not be any change in the consolidated shareholding of the Promoter and Promoter Group in the TC after the proposed inter-se transaction.

Thanking You,

Yours Faithfully,

A handwritten signature in black ink, consisting of several vertical strokes followed by a series of horizontal and diagonal lines, ending with a small flourish.

Rajesh Balkrishna Rathi

Encl.: as above

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)	Sudarshan Chemical Industries Limited
2.	Name of the acquirer(s)	Mr. Rajesh Balkrishna Rath
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) Shri Balkrishna Rath Family Trust; and ii) Smt. Kusum Balkrishna Rath
	b. Proposed date of acquisition	On or after 26 th September, 2020 till 30 th September, 2020
	c. Number of shares to be acquired from each person mentioned in 4(a) above	i) A total of 4,22,600 Equity Shares of Rs. 2/- each (i.e. 0.61%) to be acquired from Shri Balkrishna Rath Family Trust ii) A total of 1,00,900 Equity Shares of Rs. 2/- each (i.e. 0.15%) to be acquired from Smt. Kusum Balkrishna Rath
	d. Total shares to be acquired as % of share capital of TC	i) 4,22,600 Equity Shares of Rs. 2/- each (i.e. 0.61%) of the paid-up share capital of TC to be acquired by Mr. Rajesh Balkrishna Rath from Shri Balkrishna Rath Family Trust ii) 1,00,900 Equity Shares of Rs. 2/- each (i.e. 0.15%) of the paid-up share capital of TC to be acquired by Mr. Rajesh Balkrishna Rath from Smt. Kusum Balkrishna Rath
	e. Price at which shares are proposed to be acquired	Not Applicable. Acquisition of shares at i) above from Shri Balkrishna Rath Family Trust is planned due to a proposed dissolution of Shri Balkrishna Rath Family Trust and acquisition of shares at ii) above from Smt. Kusum Balkrishna Rath is a gift from Smt. Kusum Balkrishna Rath.
	f. Rationale, if any, for the proposed transfer	Not Applicable. Acquisition of shares at i) above from Shri Balkrishna Rath Family Trust is planned due to a proposed dissolution of Shri Balkrishna Rath Family Trust and acquisition of shares at ii) above from Smt. Kusum Balkrishna Rath is a gift from Smt. Kusum Balkrishna Rath.

5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Proposed acquisition of shares from Balkrishna Rathi Family Trust is exempted under Sub clause (ii) i.e. persons named as promoters in the shareholding pattern filed by the Target Company in terms of listing regulations or as the case may be, the listing agreement, or these regulations for not less than three years prior to the proposed acquisition Proposed acquisition of shares from Smt. Kusum B. Rathi is exempted under Sub clause (i) since Smt. Kusum Balkrishna Rathi is Mother i.e. immediate relative of the acquirer and Sub clause (ii): persons named as promoters in the shareholding pattern filed by the Target Company in terms of listing regulations or as the case may be, the listing agreement, or these regulations for not less than three years prior to the proposed acquisition
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.	Not Applicable. Acquisition of shares at i) above from Shri Balkrishna Rathi Family Trust is planned due to a proposed dissolution of Shri Balkrishna Rathi Family Trust and acquisition of shares at ii) above from Smt. Kusum Balkrishna Rathi is a gift from Smt. Kusum Balkrishna Rathi.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable. Acquisition of shares at i) above from Shri Balkrishna Rathi Family Trust is planned due to a proposed dissolution of Shri Balkrishna Rathi Family Trust and acquisition of shares at ii) above from Smt. Kusum Balkrishna Rathi is a gift from Smt. Kusum Balkrishna Rathi.
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.	Not Applicable. Acquisition of shares at i) above from Shri Balkrishna Rathi Family Trust is planned due to a proposed dissolution of Shri Balkrishna Rathi Family Trust and acquisition of shares at ii) above from Smt. Kusum Balkrishna Rathi is a gift from Smt. Kusum Balkrishna Rathi.
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)	Enclosed as Annexure - A

10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Enclosed as Annexure - A			
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)(*)				
	i) Mr. Rajesh Balkrishna Rathi	34,71,929	5.02%	39,95,429	5.78%
b	Seller (s)				
	i) Shri Balkrishna Rathi Family Trust [#]	8,45,200	1.22%	-	-
	ii) Smt. Kusum Balkrishna Rathi	1,00,900	0.15	-	-

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.

[#] A total of 8,45,200 Equity Shares of Rs. 2/- each (i.e. 1.22%) of the TC held by Shri Balkrishna Rathi Family Trust are proposed to be transferred to Mr. Ajoy Balkrishna Rathi (4,22,600 Equity Shares i.e. 0.61%) and Mr. Rajesh Balkrishna Rathi (4,22,600 Equity Shares i.e. 0.61%). Therefore the shares held by Shri Balkrishna Rathi Family Trust after the proposed transaction would be Nil.

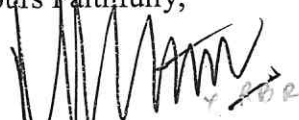
A separate disclosure regarding the proportionate proposed transfer from Shri Balkrishna Rathi Family Trust to Mr. Ajoy Balkrishna Rathi, as explained in the above paragraph, is being filed separately.

The Shareholding of the Promoter and Promoter Group of the Target Company, pre and post Inter-se Transfer would be as follows –

Particulars	Details of the Promoter and Promoter Group	
	Shares held of TC	Percentage of the Shares held w.r.t. paid up capital of TC
Prior to the Inter-se Transfer	2,95,30,529 Equity Shares of Rs. 2/- each	42.66%
After the Inter-se Transfer	2,95,30,529 Equity Shares of Rs. 2/- each	42.66%

Thanking You,

Yours Faithfully,


Rajesh Balkrishna Rathi

Date: 21st September, 2020

Place: Pune

Annexure – A

Declaration by the Acquirer(s)

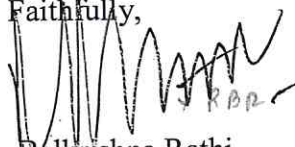
This Annexure forms part of the Disclosure submitted as per Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, by the acquirer(s) namely Mr. Rajesh Balkrishna Rathi dated 21st September, 2020, regarding the proposed proportionate Inter-se Transfer of shares of the Target Company i.e. SUDARSHAN CHEMICAL INDUSTRIES LIMITED from Shri Balkrishna Rathi Family Trust and Smt. Kusum Balkrishna Rathi.

In this regard, the acquirer(s) hereby declare that –

- a) 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);
- b) All the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.

Thanking You,

Yours Faithfully,



Rajesh Balkrishna Rathi

Date: 21st September, 2020

Place: Pune