

Zarco Realties Private Limited

CIN - U70100MH1994PTC081503

3, Ground Floor, B Wing, Trade World, Kamla Mill City, Senapati Bapat Marg, Lower Parel Mumbai - 400013

15.03.2022

To,

BSE Limited (ScripCode:504008) Phoiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Email: corp.relation@bseindia.com	National Stock Exchange of India Limited (Symbol: EMCO) Exchange Plaza, Plot no.C/1, G Block, Bandra-Kurla Complex, Mumbai – 400 051 Email: takeover@nse.co.in	EMCO Limited, F-5, Road No. 28, Wagle Industrial Estate, Thane – 400 604 Email: corp.cs@emco.co.in
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Sub: Prior Intimation under regulation 10(5) of Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Proposed acquisition of shares by way of Purchase of Shares

Dear Sir/Ma'am,

As due compliance of Regulations 10(5) of the SEBI (SAST) Regulations, 2011, Zarco Realties Private Limited is part of promoter and promoter Group of the Company, hereby furnish the PRIOR INTIMATION in the specified format under regulation 10(5) in respect of proposed inter-se acquisition of 35,54,155 (5.24 %) shares of EMCO Limited being the Target Company ("TC") in the following manner:

- i) Inter-se Transfer (by way of Purchase of Shares) of 16,54,155 (2.44 %) shares from Mrs. Ratna Suresh Jain being promoter of the TC.
- ii) Inter-se Transfer (by way of Purchase of Shares) of 19,00,000 (2.80 %) shares from Mrs. Triptee Jain being promoter of the TC.

The shares are proposed to be acquired by way of "Purchase of Shares" amongst the promoter and promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) (qualifying person being persons named as promoters in the Shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition) and there will be no change in the Total Shareholding of the Promoters Group after such inter-se transfers of shares of TC.

Thanking You.

Yours Faithfully,

For Zarco Realties Private Limited

Acquirer

Promoter of EMCO Limited


Rajesh Jain

Director, DIN - 00005829

Mumbai

Encl: As Above

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)	Emco Limited
2.	Name of the acquirer(s)	The Disclosure is pursuant to inter-se transfer of Shares (by way of Purchase of Shares) amongst Promoter and Promoter Group The Transferee/ Acquirer is Zarco Realities Private 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. The disclosure pertains to inter-se transfer (by way of Purchase of Shares) of shares between promoter and promoter group
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	The Transferor is: 1. Mrs. Ratna Suresh Jain 2. Mrs. Triptee Jain
	b. Proposed date of acquisition	On or after 29 th March, 2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	35,54,155 Shares to be acquired by Zarco Realities Private Limited from 1. Mrs. Ratna Suresh Jain. 2. Triptee Jain
	d. Total shares to be acquired as % of share capital of TC	Zarco Realities Private Limited will acquire 5.24 % of the shares pursuant to Purchase of Shares from 1. Mrs. Ratna Suresh Jain 2. Triptee Jain
	e. Price at which shares are proposed to be acquired	Rs.1.95/- per share Closing price as on 26-Oct-2021 (Script is Suspended for trading after 26-Oct-2021)
	f. Rationale, if any, for the proposed transfer	The proposed acquisition is for streamline and consolidation of holding of shares.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub clause (ii): persons named as promoters in the shareholding pattern filled by the target company in terms of the 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.	Rs.1.95/- per share Which is Volume Weighted average of 60 trading days as per NSE Data Closing price as on 26-Oct-2021 (Script is Suspended for trading after 26-Oct-2021)
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable

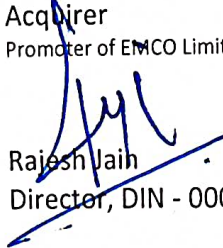
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Enclosed as "Annexure A"			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure 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. Zarco Realities Private Limited	1,12,67,858	16.59 %	1,48,22,013	21.83 %
	Total: Acquirer(s) and PACs (other than sellers)	1,12,67,858	16.59 %	1,48,22,013	21.83 %
b	Seller (s)				
	i. Mrs. Ratna Suresh Jain	16,54,255	2.44 %	100	0.00 %
	ii. Mrs. Triptee Jain	19,00,100	2.80 %	100	0.00 %
	Total: Seller(s)	35,54,355	5.24 %	200	0.00 %

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.

For Zarco Realities Private Limited

Acquirer
Promoter of EMC Limited


Rajesh Jain
Director, DIN - 00005829

Date: 15th March, 2022
Mumbai

Zarco Realties Private Limited

CIN - U70100MH1994PTC081503

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Declaration by Acquirer

This is with respect to the following proposed acquisition of shares by way of "Purchase of Shares" inter-se within the Promoters and Promoter Group of the Company viz. EMCO Limited (a Company incorporated under the Companies Act, 1956) having its registered office at N-104, MIDC, Jalgaon, Maharashtra India:

- i. Inter-se transfer (by way of Purchase of Shares) of 16,44,154 (2.44 %) shares from Mrs. Ratna Suresh Jain, being promoter of TC.
- ii. Inter-se transfer (by way of Purchase of Shares) of 19,00,000 (2.80 %) shares from Mrs. Triptee Jain, being promoter of TC.

In this regard, the undersigned being the proposed acquirer to the proposed "Acquisition", hereby declares that:

- a. The acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable
- b. The transferor and transferee have complied / will comply with applicable disclosure requirement in Chapter V of the Takeover Regulation, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)
- c. All the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

For Zarco Realties Private Limited

Acquirer
Promoter of EMCO Limited


Rajesh Jain
Director, DIN - 00005829

Date: 15th March, 2022
Mumbai