

23 April 2024

To,

Securities and Exchange Board of India,
SEBI Bhavan, Bandra Kurla Complex,
Bandra {East},
Mumbai - 400 051.

SUBJECT REPORT TO SEBI IN TERMS OF REGULATION 10(7) FOR TRANSACTIONS FALLING UNDER REGULATION 10(1)(a)(iii) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 - ACQUISITION THROUGH INTER-SE TRANSFER OF SHARES.

Dear Sir,

As required under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the report for transaction falling under Regulation 10(1)(a)(iii) - Acquisition Through Inter-Se Transfer of Shares of Caprihans India Limited, on 22nd March, 2024.

Also please find enclosed herewith Demand Draft bearing No. 321401 dated 23/04/2024, drawn on HDFC Bank Ltd., in favour of Securities and Exchange Board of India, payable at Mumbai of Rs. 150,000/- (Rupees One Lac Fifty Thousand Only).

Thanking you.

Yours faithfully,

For Bilcare Limited

Shreyans Bhandari

Shreyans Bhandari
Chairman & Managing Director



CC : BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001.

Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	General Details	
	a. Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Bilcare Limited 1028, Shirol, Rajgurunagar, Pune 410 505, 02135-647501 cs@bilcare.com
	b. Whether sender is the acquirer (Y/N)	Yes
	c. If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
	d. Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	N.A.
2	Compliance of Regulation 10(7)	
	a. Date of report	23/04/2024
	b. Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
	c. Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3	Compliance of Regulation 10(5)	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed atleast 4 working days before the date of the proposed acquisition.	Yes
	b. Date of Report	11/03/2024
4	Compliance of Regulation 10(6)	
	a. Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes
	b. Date of Report	02/04/2024
5	Details of the Target Company	
	a. Name & address of TC	Caprihans India Limited Block D, Shivsagar Estate, Dr Annie Besant Road, Worli Mumbai – 400 018.
	b. Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited



6		Details of the acquisition				
a.	Date of acquisition	22/03/2024				
b.	Acquisition price per share (in Rs.)	Rs. 147.55				
c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	3(1) and 4				
d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition		
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC	
	Name(s) of the acquirer(s) – Bilcare Limited	-	-	66,98,325	51%	
e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition		
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC	
	Name(s) of the seller(s) – Bilcare Mauritius Limited	66,98,325	51%	-	-	
7		Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii)				
a.	Provide the names of the seller(s)	Bilcare Mauritius Limited				
b.	Specify the relationship between the acquirer(s) and the seller(s).	The Seller is a wholly owned subsidiary of the acquirer.				
c.	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	Year - 1	Year -2	Year-3		
		Acquirer(s)	-	-	-	
		Sellers(s)	66,98,325	66,98,325	66,98,325	
d.	Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.	<p>Seller is named as Promoter in the shareholding pattern by the Target Company. Copy of shareholding pattern for the quarter ended 31st December, 2019 is enclosed as Annexure - 1</p> <p>The Acquirer is a Holding Company since 2011. However, the Acquirer was not holding any shares in the target company and hence the acquirer was not named as promoter group in its shareholding pattern filed by the target Company in terms of the listing agreement.</p>				



e.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Rs. 200.58
f.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
g.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable	We confirm that the acquisition price is not higher by more than 25% of the price calculated in point (e) above.
h.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	11/03/2024
i.	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same.	Yes, both acquirer and seller have complied with the applicable disclosures requirements under chapter V of the Takeover Regulations, 2011. Disclosure under SEBI (SAST) Regulation 2011 - U/R-29(1)-By Bilcare Limited (acquirer) 28/03/2024. U/R-29(2)-By Bilcare Maharashtra Ltd (seller) -28/03/2024
j.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.	Yes, the acquirer hereby declare that all the conditions specified under regulation 10(a)(ii) with respect to exemption have been complied with.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For Bilcare Limited

Ajayans Bhandari

Signature: **Ajayans Bhandari**
Managing Director

Date: 23/04/2024

Place: Pune





Shareholding Pattern

CAPRIHANS INDIA LTD.-\$

Scrip Code : 509486

Quarter Ending : Dec-19

Statement showing shareholding pattern of the Promoter and Promoter Group

Category of Shareholder	Type of Shareholding	No. of Shareholders	No. of fully paid up shares held	Total nos. shares held	Shareholding Pattern		No. of shares held by IFCs/Foreign Institutional Investors
					Shareholding as per SCRR, 1957 (As a % of (A+B+C))	Shareholding as per SCRR, 1957 (As a % of (A+B+C))	
A1) Indian					0.00	0.00	
Individuals/Hindu undivided Family		4	11,74,455	11,74,455	8.94	11,74,455	8.94
Mofatraj P Munot		1	6,64,371	6,64,371	5.06	6,64,371	5.06
Parag M Munot		1	4,45,496	4,45,496	3.39	4,45,496	3.39
Imtiaz Kanga		1	38,288	38,288	0.29	38,288	0.29
Monica Parag Munot		1	26,300	26,300	0.20	26,300	0.20
Any Other (specify)		5	15,38,975	15,38,975	11.72	15,38,975	11.72
K C Holdings Pvt Ltd		1	12,42,609	12,42,609	9.46	12,42,609	9.46
Kalpataru Properties Pvt Ltd		1	2,73,736	2,73,736	2.08	2,73,736	2.08
Yugdharm Investment & Trading Co Pvt Ltd		1	22,350	22,350	0.17	22,350	0.17
Mrigashish Investment And Trading Company Pvt Ltd		1	140	140	0.00	140	0.00
Shouri Investment And Trading Company Pvt Ltd		1	140	140	0.00	140	0.00
Sub Total A1		9	27,13,430	27,13,430	20.66	27,13,430	20.66
A2) Foreign					0.00	0.00	
Any Other (specify)		1	66,98,325	66,98,325	51.00	66,98,325	51.00
Bilcare Mauritius Limited		1	66,98,325	66,98,325	51.00	66,98,325	51.00
Sub Total A2		1	66,98,325	66,98,325	51.00	66,98,325	51.00
A=A1+A2		10	94,11,755	94,11,755	71.66	94,11,755	71.66



Bilcare Limited
601 ICC Trade Tower
Pune 411 016 India

Tel +91 20 6749 0100

direct@bilcare.com
www.bilcare.com



Date: 27 March 2024

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

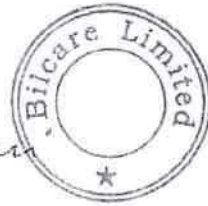
Sub: Disclosure pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of shares acquired by Bilcare Limited of Caprihans India Limited.

For and on behalf of
Bilcare Limited

Shreyans Bhandari



Shreyans Bhandari
Managing Director

CC To:

Caprihans India Limited
Block D, Shivsagar Estate
Dr Annie Besant Road, Worli
Mumbai 400018

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A: Details of the Acquisition

1. Name of the Target Company (TC)	Caprihans India Limited		
2. Name of Acquirer and Persons Acting in Concert (PAC) with the acquirer	Bilcare Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited		
5. Details of the acquisition / disposal as follows	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting Capital of TC (*)
Before the acquisition/Disposal under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) e) Total (a+b+c+d)	NIL	--	--
Details of acquisition/sale- a) Shares carrying voting rights acquired/ sold b) VRs acquired / sold otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold d) Shares in the nature of encumbrance (pledge/ lien/ non disposal undertaking/ others) e) Total (a+b+c+/-d)	66,98,325	51%	51%
After the acquisition/sale, holding of acquirer along with PACs of: a) Shares carrying voting rights b) VRs otherwise than by equity shares c) 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 d) Shares in the nature of encumbrance (pledge/ lien/ non disposal undertaking/ others) e) Total (a+b+c+d)	66,98,325	51%	51%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance etc).	Off-market inter-se transfer		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	---		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	22-03-2024
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,31,33,971
Equity share capital/ total voting capital of the TC after the said acquisition/Sale	1,31,33,971
Total diluted share/voting capital of the TC after the said acquisition	1,31,33,971

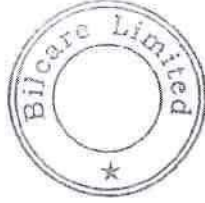
Part-B***

Name of the Target Company: Caprihans India Limited

For Bilcare Limited

Arjuns Bhandari

Signature of the Acquirer / Authorised Signatory



Place: Pune

Date: 27/03/2024

BILCARE MAURITIUS LIMITED
c/o the Liquidator
Gowtamsingh Dabee
GD RICHES Chartered Accountant
5th Floor Green Cross Building Belle Rose
Quatre Bornes

Date: 27 March 2024

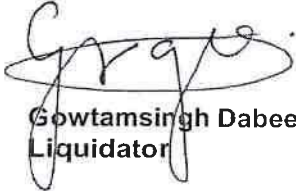
BSE Limited
Phiroze Jeejeebhoy
Towers
Dalal Street
Mumbai- 400001

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

Dear Sir,

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of shares disposed off by Bilcare Mauritius Limited of Caprihans India Limited.

For and on behalf of
Bilcare Mauritius Limited


Gowtamsingh Dabee
Liquidator

CC To:

Caprihans India Limited
Block D, Shivsagar Estate
Dr Annie Besant Road, Worli
Mumbai 400018

BILCARE MAURITIUS LIMITED
c/o the Liquidator
Gowtamsingh Dabee
GD RICHES Chartered Accountant
5th Floor Green Cross Building Belle Rose
Quatre Bornes

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Caprihans India Limited		
2. Name of Acquirer/Seller and Persons Acting in Concert (PAC) with the acquirer	Bilcare Limited (Acquirer) Bilcare Mauritius Limited (Seller)		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited		
5. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Bilcare Mauritius Limited (Seller) Bilcare Limited (Acquirer)		
6. Details of the acquisition / disposal as follows	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
Before the acquisition/Disposal under consideration, holding of :			
a) Shares carrying voting rights	66,98,325	51%	51%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)			
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	66,98,325	51%	51%
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered/invoked/released by the acquirer	66,98,325	51%	51%
e) Total (a+b+c+/-d)			

BILCARE MAURITIUS LIMITED
c/o the Liquidator
Gowtamsingh Dabee
GD RICHES Chartered Accountant
5th Floor Green Cross Building Belle Rose
Quatre Bornes

After the acquisition/sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by 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 e) Total (a+b+c+d)	NIL	--	--
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-market inter-se transfer		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	22-03-2024		
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,31,33,971		
Equity share capital/ total voting capital of the TC after the said acquisition/Sale	1,31,33,971		
Total diluted share/voting capital of the TC after the said acquisition	1,31,33,971		

Part-B***

Name of the Target Company: Caprihans India Limited

Signature of the Seller / Authorised Signatory

Place: Mauritius

Date: 27/03/2024