

SMILE

CIN : U51909WB2008PTC128518

Suppliers Pvt. Ltd.

REGD. OFF : 56, NETAJI SUBHAS ROAD, 5TH FLOOR, KOLKATA-700 001 (W.B.) INDIA

Date: 20.02.2021

To,

BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

The Calcutta Stock Exchange Ltd.,
7, Lyons Range
Kolkata-700001

Sub: Information under regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref: Acquisition of 762581 fully paid up equity shares representing 3.77% of the total equity and voting share capital of Thirani Projects Limited.

Dear Sir,

With reference to the above, please find enclosed herewith the details of the Acquisition of equity shares of **Thirani Projects Ltd.**, in the prescribed format attached herewith.

This is for your information and record.

Thanking you.

Yours Faithfully,
For Smile Suppliers Pvt. Ltd.

(ARUP KUMAR CHAKRABORTY)

Director

DIN: 00083285

CC: To,
Thirani Projects Ltd.,
Subol Dutt Building
13 Brabourne Road
Kolkata-700001

Encl: As Above



DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Part A: Details of Acquisition

| | | | |
|--|--|--|--|
| 1. Name of the Target Company (TC) | Thirani Projects Ltd. | | |
| 2. Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer | Acquirer: 1. Smile Suppliers Pvt. Ltd. | | |
| a) Whether the Acquirer belongs to Promoter/Promoter Group? | No | | |
| b) Name(s) of the Stock Exchange(s) where the shares of TC are Listed | a) BSE Limited b) The Calcutta Stock Exchange Limited | | |
| b) Details of the acquisition of shares/ voting rights/ holding of the Acquirer and PACs | No. of Shares(*) | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total dilute share / voting capital of the TC (**) |
| <u>Before the Acquisition under consideration, holding of:</u> | | | |
| a) Shares carrying voting rights Acquirer: Smile Suppliers Pvt. Ltd. | 881000 | 4.36 | 4.36 |
| b) Shares in nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | NA | NA | NA |
| c) Voting rights (VR) otherwise than by equity shares | NA | NA | NA |
| d) Warrants/convertible securities/any other instrument that entitles the Acquirers to receive shares carrying voting rights in the TC (specify holding in each category) | NA | NA | NA |
| Total (a+b+c+d) | 881000 | 4.36 | 4.36 |
| <u>Details of Acquisition:</u> | | | |
| a) Shares carrying voting rights acquired Acquirer: Smile Suppliers Pvt. Ltd. | 762581 | 3.77 | 3.77 |
| b) VRs acquired otherwise than by equity shares | NA | NA | NA |
| 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 | NA | NA | NA |
| d) Shares in nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | NA | NA | NA |
| Total (a+b+c+d) | 762581 | 3.77 | 3.77 |
| <u>After the Acquisition holding of:</u> | | | |
| a) Shares carrying voting rights Acquirer: Smile Suppliers Pvt. Ltd. | 1643581 | 8.13 | 8.13 |
| b) VRs otherwise than by equity shares | NA | NA | NA |
| 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 | NA | NA | NA |
| d) Shares in nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | NA | NA | NA |
| Total (a+b+c+d) | 1643581 | 8.13 | 8.13 |




| | |
|---|---|
| 1. Mode of acquisition (e.g. open market/ off-market/ public issue/ rights issue/ preferential Acquisition/ inter-se transfer etc.) | Pursuant to the Scheme of Amalgamation order passed by the Hon'ble National Company Law Tribunal, Kolkata Bench vide order dated 10.11.2020. |
| 2. Salient features of the securities allotted including time till redemption, ratio at which it can be converted into equity shares, etc. | The Hon'ble National Company Law Tribunal, Kolkata Bench approved the Scheme of Amalgamation between Smile Suppliers Pvt. Ltd. and the entities forming part of the Alert Commdeal Pvt. Ltd.; Eversafe Highrise Pvt. Ltd.; Goodview Overseas Pvt. Ltd.; Massive Dealcomm Pvt. Ltd.; Mindpower Towers Pvt. Ltd.; Nightangle Marcom Pvt. Ltd.; Sargam Niwas Pvt. Ltd. Thus, Smile Suppliers Pvt. Ltd. indirectly acquired 7,62,581 equity shares of Thirani Projects Ltd. |
| 3. Date of acquisition or date of receipt of intimation of Acquisition of shares/ VR/ warrants/ convertible instruments/ any other instrument that entitles the acquirer to receive shares in the TC | Pursuant to the Scheme of Amalgamation order passed by the Hon'ble National Company Law Tribunal, Kolkata Bench vide order dated 10.11.2020. |
| 4. Equity share capital / total voting capital of the TC before the said Acquisition | 2,02,12,875 equity shares of face value of Rs. 10/- each |
| 5. Equity share capital/ total voting capital of the TC after the said Acquisition | 2,02,12,875 equity shares of face value of Rs. 10/- each |
| 6. Total diluted* share/voting capital of the TC after the said Acquisition | 2,02,12,875 equity shares of face value of Rs. 10/- each |

Note:

- (i) NA: Not Applicable
- (ii) (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under listing Regulations.
- (iii) (**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC
- (iv) (***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

Yours Faithfully,
For Smile Suppliers Pvt. Ltd.


(ARUP KUMAR CHAKRABORTY)
Director
DIN: 00083285



Place: Kolkata
Date: 20.02.2021