

Date: 4th April, 2024

From:

Nidhi Haresh Motwani
13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,

Securities and Exchange Board of India
SEBI Bhawan, Plot No. C4-A, 'G' Block,
Bandra Kurla Complex, Bandra (East) Mumbai,
Maharashtra - 400 051 (India).

Reference:

NSE Scrip ID - HPAL
BSE Scrip Code - 543433
ISIN - INE0GSL01024

Subject: Report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pursuant to inter-se transfer of equity shares amongst immediate relatives and members of Promoter Group.

Dear Sir/ Madam,

I the undersigned refer to the above subject and hereby inform you that, in compliance with Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, I hereby furnish the disclosure report in specified format under the regulation in respect of the inter-se acquisition of 1,00,00,000 Equity shares (10.88%) of HP Adhesives Limited being the Target Company (TC) from immediate relative as detailed below:

- a. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mrs. Anjana Haresh Motwani to Ms. Nidhi Haresh Motwani; and
- b. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mr. Karan Haresh Motwani to Ms. Nidhi Haresh Motwani.

The shares have been acquired by way of gift from immediate relative and member of Promoter Group pursuant to the exemption provided in Regulation 10(1)(a)(i) (Immediate Relatives) and there has been no change in the shareholding of the Promoter Group after such inter-se acquisition of shares of TC. This acquisition is only a private family arrangement.

The prescribed fee of INR 1,50,000/- (Indian Rupees One Lakh Fifty Thousand only) plus GST @ 18% i.e. Rs. 27,000/- (Indian Rupees Twenty Seven Thousand only) aggregating amount to Rs. 1,77,000/- (Indian Rupees One Lakh Seventy Seven Thousand only) has been remitted through online bank transfer vide UTR - INDBN02043738117, dated 02nd April, 2024 from Indusind Bank.

Kindly take note of the same and do the needful.

Thanking You,
Yours Sincerely,

Nidhi Motwani

Place: Mumbai

Encl:

1. Report under Regulation 10(7) of the SEBI(SAST) Regulations, 2011.
2. Following are the annexures attached with the report under Regulation 10(7) of SEBI (SAST) Regulations, 2011:
 - a. Annexure I: UTR details for payment of fees to SEBI for application under Regulation 10(7) of SEBI (SAST) Regulations, 2011;
 - b. Annexure II: Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011;
 - c. Annexure III: Intimation under Regulation 10(6) of SEBI (SAST) Regulations, 2011;
 - d. Annexure IV: Intimation under Regulation 29(1) of SEBI (SAST) Regulations, 2011 by the acquirer; and
 - e. Annexure V: Intimation under Regulation 29(2) of SEBI (SAST) Regulations, 2011 by the transferor.

Copy of report to

1. **Listing Department**
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Email id: takeover@nse.co.in
2. **Department of Corporate Service -Listing**
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Email id: corp.relations@bseindia.com
3. **Company Secretary**
HP Adhesives Limited
501, 5th floor, C wing, Business Square Building,
Andheri East, Mumbai 400093.
Email id: cs@hpadhesives.com

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)(i) of the Securities and Exchange Board of India (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.}	<p>The disclosure is pursuant to inter-se transfer of shares by way of gift amongst immediate relatives and members of Promoter Group.</p> <p>The acquirer is an immediate relative of the transferor and belongs to the Promoter Group.</p> <p>Acquirer, Ms. Nidhi Haresh Motwani (Transferee) is the daughter of Mrs. Anjana Haresh Motwani and sister of Mr. Karan Haresh Motwani (Transferor)</p> <p>Correspondent Acquirer: Ms. Nidhi Haresh Motwani Address: 13, Udadhi Tarang, Juhu Tara Road, Next to J W Marriot, Juhu, Mumbai 400049. Email: nidhi@hpadhesives.com Mobile No.: +91 99206 00114</p>
	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)	Not applicable
	d. Name, address, Tel no. and e-mail of the sender, if sender is not the acquirer	Ms. Nidhi Haresh Motwani is the sender. Details are mentioned in Clause a above.
2	Compliance of Regulation 10(7)	
	a. Date of report	04 th April, 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)	The prescribed fee of INR 1,50,000/- (Indian Rupees One Lakh Fifty Thousand only) plus GST @ 18% i.e. Rs.27,000/- (Indian Rupees Twenty Seven Thousand only) aggregating amount to Rs.1,77,000/- (Indian Rupees One Lakh Seventy Seven Thousand only) has been remitted through online bank transfer vide UTR - INDBN02043738117, dated 02 nd April, 2024

		from Indusind Bank. Details are enclosed herewith as Annexure I.			
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, at least 4 working days before the date of the proposed acquisition	The intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011 has been complied with. Copy of intimation is enclosed as Annexure II.			
	b. Date of Report	14 th March, 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 after the date of the proposed acquisition	The report as required under Regulation 10(6) of SEBI (SAST) Regulations, 2011 to be filed with the Stock Exchanges after the completion of acquisition has been complied with. Copy of report is enclosed as Annexure III.			
	b. Date of Report	21 st March, 2024			
5	Details of the Target Company (TC)				
	a. Name & address of TC	HP Adhesives Limited Address: G-11, Unique House, Chakala, Andheri East, Mumbai 400 099.			
	b. Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited			
6	Details of the acquisition				
	a. Date of acquisition	21 st March, 2024			
	b. Acquisition price per share (in Rs.)	Not applicable Shares have been transferred by way of gift.			
	c. Regulation which would have triggered an open offer, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	3(2)			
	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 of the acquirer(s) / PAC (**) Ms. Nidhi Hareesh Motwani	0	0	1,00,00,000	10.88%
	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	No. of Shares	% w.r.t total share

			capital of TC		capital of TC
	Name of the seller(s)(**)				
	1. Mrs. Anjana Haresh Motwani	3,37,00,675	36.68%	2,87,00,675	31.24%
	2. Mr. Karan Haresh Motwani	3,18,50,000	34.67%	2,68,50,000	29.23%
7	Information specific to the exemption category to which the instant acquisition belongs- Regulation 10(1)(a)(i)				
	a. Provide the names of the seller(s)	1. Mrs. Anjana Haresh Motwani 2. Mr. Karan Haresh Motwani			
	b. Specify the relationship between the acquirer(s) and the seller(s).	Acquirer Ms. Nidhi Haresh Motwani is the daughter of Mrs. Anjana Haresh Motwani and sister of Mr. Karan Haresh Motwani (Transferor)			
	c. Confirm whether the acquirer(s) and the seller(s) are 'immediate relatives' as defined in the Regulation 2(l).	It is hereby confirmed that the acquirer and the transferors are "immediate relatives" as defined in Regulation 2(1).			
	d. 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.	Not applicable Since shares were transferred by way of gift without any consideration.			
	e. If the 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.	Not applicable Since shares were transferred by way of gift without any consideration.			
	f. Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	Not applicable Since shares were transferred by way of gift without any consideration.			
	g. Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	14 th March, 2024			
	h. Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover	Yes, it is hereby confirmed that both the acquirer and seller have complied with the provision of Regulation 29 of SEBI (SAST) Regulations, 2011. Copies of the disclosures submitted are enclosed as Annexure IV and V.			

	Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same.	
	i. Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under Regulation 10(1)(a)(i) with respect to exemption have been duly complied with.

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

Nidhi Haresh Motwani

Place: Mumbai

Date: 04th April, 2024

NOTE:

(*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(**) Shareholding of each entity shall be shown separately and then collectively in a group.

Annexure I: UTR details for payment of fees to SEBI for application under Regulation 10(7) of SEBI (SAST) Regulations, 2011**IndusInd Bank****Transaction Details**

Transaction Status	Successful
Transaction Posting Date	02 Apr 2024
Transaction Value Date	02 Apr 2024
Description	N/INDBN02043738117/ICIC/SECURITIES AND EXCHAN
Input Branch	ANDHERI
Debit Amount	1,77,000.00
Credit Amount	-
Currency	INR
Reconciliation Reference	S17349342
Transaction Type	Transfer Debit

[Print](#)

Annexure II Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011

From:

Nidhi Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.

Scrip ID - HPAL

To,

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.

Scrip Code - 543433

Subject: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares by way of gift.

Reference: Target Company: HP Adhesives Limited, ISIN: INE0GSL01024, NSE SCRIP ID: HPAL, BSE SCRIP CODE: 543433.

Dear Sir/ Madam,

I am an immediate relative of promoters and a member of the Promoter Group, hereby submit prior intimation via disclosures as required under Regulation 10(5) of SEBI (SAST) Regulations, 2011 for the acquisition of 1,00,00,000 Equity shares (10.88%) of the Company by way of inter-se transfer of shares amongst immediate relatives in following manner:

- a. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mrs. Anjana Haresh Motwani to Ms. Nidhi Haresh Motwani

b. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mr. Karan Haresh Motwani to Ms. Nidhi Haresh Motwani

Kindly take note of the same and do the needful.

Thanking You,
Yours Sincerely,

Nidhi Motwani

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

50, 5th floor, C wing,

Business Square Building,

Andheri East, Mumbai 400093.

Format for Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

1.	Name of the Target Company (TC)	HP Adhesives Limited
2.	Name of the acquirer(s)	Ms. Nidhi Haresh Motwani
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	The acquirer is an immediate relative of the transferor and belongs to the Promoter Group. Acquirer Ms. Nidhi Haresh Motwani is the daughter of Mrs. Anjana Haresh Motwani and sister of Mr. Karan Haresh Motwani
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	1. Mrs. Anjana Haresh Motwani 2. Mr. Karan Haresh Motwani
	b. Proposed date of acquisition	On or after 21 st March, 2024
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,00,00,000 Equity Shares (50,00,000 Equity Shares each from 1 st and 2 nd transferor mentioned above)
	d. Total shares to be acquired as % of share capital of TC	10.88% Equity Shares (5.44% Equity Shares each from 1 st and 2 nd transferor mentioned above)
	e. Price at which shares are proposed to be acquired	Not applicable Inter-se transfer of shares amongst immediate relatives as gift, therefore no consideration is involved.

	f. Rationale, if any, for the proposed transfer	The proposed acquisition is only a private family arrangement.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i)
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 The shares are proposed to be transferred by way of Gift and therefore no consideration is involved.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable The shares are proposed to be transferred by way of Gift and therefore no consideration is involved.
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 The shares are proposed to be transferred by way of Gift and therefore no consideration is involved.
9.	Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover	We hereby declare that the transferors and transferee have complied/ will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.

	Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions specified in Regulation 10(1)(a) with respect to exemptions has been duly complied with.			
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)(*) Ms. Nidhi Haresh Motwani	0	0	1,00,00,000	10.88%
	b. Seller (s)				
	1. Mrs. Anjana Haresh Motwani	3,37,00,675	36.68%	2,87,00,675	31.24%
	2. Mr. Karan Haresh Motwani	3,18,50,000	34.67%	2,68,50,000	29.23%

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.

Nidhi Haresh Motwani

Place: Chicago, USA

Date: 14th March, 2024

Annexure III Intimation under Regulation 10(6) of SEBI (SAST) Regulations, 2011

Date: 21st March, 2024

From:

Nidhi Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Scrip ID - HPAL

To,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code - 543433

Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref: Prior intimation filed under Regulation 10(5) dated 14th March, 2024.

Dear Sir/ Madam,

In compliance with the provisions of Regulation 10(6) of SEBI (SAST) Regulations, 2011, the undersigned immediate relative, being part of the Promoter Group of the Company hereby furnish the report in the specified format under Regulation 10(6) in respect of inter-se acquisition of 1,00,00,000 Equity shares (10.88%) of HP Adhesives Limited being the Target Company (TC) in the following manner:

- a. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mrs. Anjana Haresh Motwani to Ms. Nidhi Haresh Motwani; and
- b. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mr. Karan Haresh Motwani to Ms. Nidhi Haresh Motwani.

The shares have been acquired in lieu of private family arrangement amongst the immediate relatives and members of Promoter Group by way of Gift pursuant to Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 and there has been no change in the aggregate total shareholding of the Promoters and Promoters Group after the said acquisition.

Kindly take note of the same and do the needful.

Thanking You,
Yours Sincerely,

Nidhi Motwani

Transferee

Place: Chicago, USA

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

501, 5th floor, C wing, Business Square Building,
Andheri East, Mumbai 400093.

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	HP Adhesives Limited	
2.	Name of the acquirer(s)	The disclosure is pursuant to inter-se transfer of shares amongst immediate relatives and members of Promoter Group. The acquirer is: Ms. Nidhi Haresh Motwani (Transferee) Acquirer Ms. Nidhi Haresh Motwani is the daughter of Mrs. Anjana Haresh Motwani and sister of Mr. Karan Haresh Motwani (Transferor)	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Date of Transaction: 21 st March, 2024 Inter-se transfer of shares as gift amongst immediate relatives and members of Promoters Group in lieu of private family arrangement.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(i)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations - date of filing with the stock exchange.	Yes, Disclosure under regulation 10(5) was made within the timeline specified under Regulation Date: 14 th March, 2024	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	1.Mrs. Anjana Haresh Motwani	Yes
		2. Mr. Karan Haresh Motwani	Yes
	b. Date of acquisition	21 st March, 2024	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1,00,00,000 (10.88%) Equity Shares i.e. 50,00,000 (5.44%) Equity Shares each from 1 st and	Yes

		2 nd transferor mentioned above has been transferred to acquirer		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	The acquirer has acquired 1,00,00,000 (10.88%) Equity Shares of TC by way of gift.		Yes
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable Shares were transferred by way of Gift and therefore no consideration is involved.		Yes
8.	Shareholding details	Pre-Transaction		Post-Transaction
		No. of shares held	% w.r.t total share capital of TC	No. of shares held % w.r.t total share capital of TC
	a. Each Acquirer / Transferee (*)			
	Ms. Nidhi Haresh Motwani	0	0	1,00,00,000 10.88%
	b. Each Seller / Transferor			
	1. Mrs. Anjana Haresh Motwani	3,37,00,675	36.68%	2,87,00,675 31.24%
	2. Mr. Karan Haresh Motwani	3,18,50,000	34.67%	2,68,50,000 29.23%

Note:

(*) Shareholding of each entity shall 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.

Nidhi Haresh Motwani

Transferee

Place: Chicago, USA

Date: 21st March, 2024

Annexure IV Intimation under Regulation 29(1) of SEBI (SAST) Regulations, 2011 by the acquirer

Date: 21st March, 2024

From:

Nidhi Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.

Scrip ID - HPAL

To,

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.

Scrip Code - 543433

Subject: Disclosure pursuant to Regulation 29(1) of SEBI (SAST) Regulations, 2011.

Dear Sir/ Madam,

Pursuant to Regulation 29(1) read with Regulation 29(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 please find enclosed herewith the necessary information in the prescribed format under the said Regulations pertaining to acquisition of 1,00,00,000 Equity shares (10.88%) of HP Adhesives Limited being the Target Company (TC) by way of inter-se transfer as a gift from immediate relative as detailed below:

- a. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mrs. Anjana Haresh Motwani to Ms. Nidhi Haresh Motwani; and
- b. Inter-se transfer of 50,00,000 Equity shares (5.44%) from Mr. Karan Haresh Motwani to Ms. Nidhi Haresh Motwani.

Kindly take note of the same and do the needful.

Thanking You,
Yours Sincerely,

Nidhi Motwani

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

501, 5th floor, C wing,
Business Square Building,
Andheri East, Mumbai 400093.

**Format for 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)	HP Adhesives Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Ms. Nidhi Haresh Motwani (Acquirer)</p> <p>Persons Acting in Concert (PAC) with the acquirer: (Belong to Promoter/ Promoter group)</p> <p>Mrs. Anjana Haresh Motwani</p> <p>Mr. Karan Haresh Motwani</p> <p>The disclosure is pursuant to inter-se transfer amongst immediate relatives and members of the Promoter Group.</p>		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition / disposal	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC(**)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	0	0	0
b) Share in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ other)			
c) Voting rights (VR) otherwise than by equity 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)			
e) Total (a+b+c+d)	0	0	0
<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired	1,00,00,000	10.88%	10.88%
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			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+C+/-d)	1,00,00,000	10.88%	10.88%
<u>After the acquisition/ sale, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	1,00,00,000	10.88%	10.88%
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 nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+c+d)	1,00,00,000	10.88%	10.88%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Inter-se transfer as Gift (Off-Market)		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity Shares of the Target Company		
8. Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	21 st March, 2024		
9. Equity share capital / total voting capital of the TC before the said acquisition	--		
10. Equity share capital/ total voting capital of the TC after the said acquisition	1,00,00,000 Equity shares of Rs. 2/- each		
11. Total diluted share/voting capital of the TC after the said acquisition	1,00,00,000 Equity shares of Rs. 2/- each		

Part - B (*) Name of the Target Company:**

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Ms. Nidhi Haresh Motwani	Promoter Group	BCAPM1284K

Signature of the Acquirer (Transferee)/~~Authorized Signatory~~

Name: Nidhi Haresh Motwani

Place: Chicago, USA

Date: 21st March, 2024

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (LODR) Regulation, 2015.

(**) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Nidhi Haresh Motwani

Signature of the Acquirer (Transferee)/~~Authorized Signatory~~

Place: Chicago, USA

Date: 21th March, 2024

Annexure V: Intimation under Regulation 29(2) of SEBI (SAST) Regulations, 2011 by the transferor

Date: 22nd March, 2024

From:

Anjana Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Scrip ID - HPAL

To,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code - 543433

Subject: Disclosure pursuant to Regulation 29(2) of SEBI (SAST) Regulations, 2011.

Dear Sir/ Madam,

Pursuant to Regulation 29(2) read with Regulation 29(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 please find enclosed herewith the necessary information in the prescribed format under the said Regulations pertaining to transfer of 50,00,000 Equity shares (5.44%) of HP Adhesives Limited being the Target Company (TC) by way of inter-se transfer as a gift to Ms. Nidhi Haresh Motwani, member of Promoter Group and immediate relative.

Kindly take note of the same and do the needful.

Thanking You,

Yours Sincerely,

ANJANA
HARESH
MOTWANI

Digitally signed by
ANJANA HARESH
MOTWANI
Date: 2024.03.22 11:05:29
+05'30'

Anjana Motwani

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

501, 5th floor, C wing,
Business Square Building,
Andheri East, Mumbai 400093.

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

Name of the Target Company (TC)	HP Adhesives Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	The disclosure is pursuant to inter-se transfer amongst immediate relatives and members of the Promoter Group. The acquirer is: Ms. Nidhi Haresh Motwani		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) Shares carrying voting rights	3,37,00,675	36.68%	36.68%
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 TC (specify holding in each category)			
e) Total (a+b+c+d)	3,37,00,675	36.68%	36.68%
<u>Details of acquisition/sale:</u>			
a) Shares carrying voting rights acquired /sold	50,00,000	5.44%	5.44%
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			

e) Total (a+b+c+/-d)	50,00,000	5.44%	5.44%
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	2,87,00,675	31.24%	31.24%
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)	2,87,00,675	31.24%	31.24%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer as gift (Off-market)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	21 st March, 2024		
Equity share capital / total voting capital of the TC before the said acquisition / sale	3,37,00,675 Equity Shares of Rs. 2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,87,00,675 Equity Shares of Rs. 2/- each		
Total diluted share/voting capital of the TC after the said acquisition/ sales	2,87,00,675 Equity Shares of Rs. 2/- each		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

ANJANA
HARESH
MOTWANI

Digitally signed by ANJANA
HARESH MOTWANI
Date: 2024.03.22 11:06:27
+05'30'

Signature of the acquirer / seller (Transferor) / ~~Authorised Signatory~~

Name: Anjana Motwani

Place: Mumbai

Date: 22nd March, 2024

Date: 22nd March, 2024

From:

Karan Haresh Motwani

13, Udadhi Tarang, Juhu Tara Road,
Next to J W Marriot, Juhu,
Mumbai 400049.

To,

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Scrip ID - HPAL

To,

BSE Limited

1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.
Scrip Code - 543433

Subject: Disclosure pursuant to Regulation 29(2) of SEBI (SAST) Regulations, 2011.

Dear Sir/ Madam,

Pursuant to Regulation 29(2) read with Regulation 29(3) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 please find enclosed herewith the necessary information in the prescribed format under the said Regulations pertaining to transfer of 50,00,000 Equity shares (5.44%) of HP Adhesives Limited being the Target Company (TC) by way of inter-se transfer as a gift to Ms. Nidhi Haresh Motwani, member of Promoter Group and immediate relative.

Kindly take note of the same and do the needful.

Thanking You,

Yours Sincerely,

KARAN HARESH MOTWANI
Digitally signed by KARAN HARESH MOTWANI
Date: 2024.03.22 10:46:54 +05'30'

Karan Motwani

Encl: As above

CC

To,

The Company Secretary

HP Adhesives Limited

501, 5th floor, C wing,
Business Square Building,
Andheri East, Mumbai 400093.

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

Name of the Target Company (TC)	HP Adhesives Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	The disclosure is pursuant to inter-se transfer amongst immediate relatives and members of the Promoter Group. The acquirer is: Ms. Nidhi Haresh Motwani		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) Shares carrying voting rights	3,18,50,000	34.67%	34.67%
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 TC (specify holding in each category)			
e) Total (a+b+c+d)	3,18,50,000	34.67%	34.67%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired /sold	50,00,000	5.44%	5.44%
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			
e) Total (a+b+c+/-d)	50,00,000	5.44%	5.44%
<u>After the acquisition/ sale, holding of:</u>			
a) Shares carrying voting rights	2,68,50,000	29.22%	29.22%
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)	2,68,50,000	29.22%	29.22%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer as gift (Off-market)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	21 st March, 2024		
Equity share capital / total voting capital of the TC before the said acquisition / sale	3,18,50,000 Equity Shares of Rs. 2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,68,50,000 Equity Shares of Rs. 2/- each		
Total diluted share/voting capital of the TC after the said acquisition/ sales	2,68,50,000 Equity Shares of Rs. 2/- each		

(* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

KARAN HARESH MOTWANI
 Digitally signed by KARAN HARESH MOTWANI
 Date: 2024.03.22 10:48:03 +05'30'

Signature of the acquirer/ seller (Transferor) /-Authorised Signatory

Name: Karan Motwani

Place: Mumbai

Date: 22nd March, 2024