

# **HITESH MOHANLALPATEL**

**3,8/9,KAILASH NAGAR, M.G.ROAD,GHATKOPAR (EAST) MUMBAI 400077 MH IN**

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Date: 20<sup>th</sup> January, 2024

<b>To</b> Department of Corporate Services, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	<b>To</b> NUTRICIRCLE LIMITED NO. 5-8-272, 276 & 322, AYESHA RESIDENCY, PUBLIC GARDEN ROAD, NAMPALLY, HYDERABAD - 500001.
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**Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the target company - Nutricircle Limited.**

Dear Sir/Madam,

In compliance with the disclosures under regulations 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, I am herewith enclosing the said disclosure required under 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Regulations), in target company – **Nutricircle Limited** for your record.

My Pre-Shareholding was 5.50% now, it changes to 53.95%, **on account of open offer of shares on July 14, 2023 and transfer of shares through gift deed on October 10, 2023.**

**Kindly acknowledge and take the same on record.**

Thanking You,



**Hitesh Mohanlal Patel**

**(Signature of the Acquirer)**

Encl: a/a

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

Name of the Target Company (TC)	NUTRICIRCLE LIMITED CIN: L18100TG1993PLC015901
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>HITESH MOHANLAL PATEL</p> <p><b>***Pre offer Shareholding of the Acquirer and Persons Acting in Concert (PAC) with the acquirer in TC:</b></p> <p>Pre holding of the Acquirer (Hitesh Mohanlal Patel) -14,951 (5.50%) equity shares of the TC.</p> <p><b>Therefore, Pre offer Shareholding of the Acquirer in TC: 14,951 (5.50%).</b></p> <p><b>*** Post offer Shareholding of the Acquirer and Persons Acting in Concert (PAC) with the acquirer in TC:</b></p> <p>Post holding of the Acquirer (Hitesh Mohanlal Patel) - 1,46,649 (53.95%) equity shares of the TC.</p> <p>***The acquirer and Persons Acting in Concert (PAC) with the acquirer are: Hitesh Mohanlal Patel (Acquirer), Bhavna Hitesh Patel ("PAC 1"), Dimple Vipul Patel ("PAC 2"), Vipul Mohanlal Patel ("PAC 3"), Vaishali Vijay Patel ("PAC 4") and Vijay Jeevan Patel ("PAC 5");</p> <p>1. Due to the change in shareholding pattern on account of open offer of shares and shares gifted to the Hitesh Mohanlal Patel (Acquirer / new promoter), holding was diluted from 5.50% to 53.95%.</p> <p><b><u>Bhavna Hitesh Patel ("PAC 1"), Dimple Vipul Patel ("PAC 2"), Vipul Mohanlal Patel ("PAC 3"), gifted their entire holding consists of 26,835 nos. of shares (9.87%), 57,102 nos. of shares (21.01%) 32,013 nos. of shares (11.78%) respectively, transferred to the Hitesh Mohanlal Patel on Tuesday, 10<sup>th</sup> October, 2023. (Equity Shares pursuant to gift declaration dated January 04, 2023 from the Selling Shareholders (PAC).</u></b></p> <p><b>***Gifted equity shares 1,15,950 (42.66%) from Selling Shareholders (PAC) to the Hitesh Patel (Acquirer) on Tuesday, 10<sup>th</sup> October, 2023, 14,951 (5.50%) equity shares, Pre holding of Hitesh Patel (Acquirer) and shares acquired by Hitesh Patel (Acquirer) through open offer 15,748 (5.79%).</b></p> <p><b>Therefore, Post offer Shareholding of the Acquirer in TC: 1,46,649 (53.95%)</b></p>
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		
Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital where applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights along with Persons Acting in Concert (PAC) with the acquirer	14,951 (Equity shares)	5.50%	5.50%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	14,951 (Equity Shares)	5.50%	5.50%

<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1,31,698 Equity Shares (equity shares through Gift <u>1,15,950</u> (42.66%)&through open offer 15,748(5.79%).	48.45%	48.45%
b) VRs acquired/sold other wise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitle the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered/invoked/released by the acquirer	NIL	NIL	NIL
e) Total(a+b+c+d)	1,31,698 Equity Shares	48.45%	48.45%


<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	1,46,649 Equity Shares	53.95%	53.95%
b) Shares encumbered with the acquirer			
c) VRs other than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
e) Total(a+b+c+d)	1,46,649 Equity Shares	53.95%	53.95%
Mode of acquisition <del>/ sale</del> (e.g., open market / off-market / public issue / rights issue / preferential allotment / inter-set transfer etc).	open offer and off market (Gift deed) <b>***Post offer Shareholding of the Acquirer and Persons Acting in Concert (PAC) with the acquirer in TC:</b> Post holding of the Acquirer (Hitesh Mohanlal Patel) - 1,46,649(53.95%) equity shares of the TC.		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	14.07.2023 (Open Offer) and 10.10.2023 (Transfer of shares to Hitesh Mohanlal Patel through gift deed) <b>***Post offer Shareholding of the Acquirer and Persons Acting in Concert (PAC) with the acquirer in TC:</b> Post holding of the Acquirer (Hitesh Mohanlal Patel) - 1,46,649(53.95%) equity shares of the TC.		
Equity share capital/total voting capital of the TC before the said acquisition/sale	2,71,780 Equity Shares of Face value of Rs.10/- each i.e., Rs. 27,17,800/-		
Equity share capital/total voting capital of the TC after the said acquisition/sale	2,71,780 Equity Shares of Face value of Rs.10/- each i.e., Rs. 27,17,800/-		
Total diluted share/voting capital of the TC after the said acquisition	2,71,780 Equity Shares of Face value of Rs.10/- each i.e., Rs. 27,17,800/-		

(\*) 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.

**(\*\*\*) The change in Shareholding pattern on account of open offer of shares and transfer of shares through gift deed to the Hitesh Mohanlal Patel (Acquirer / new promoter). Hence, Pre-Shareholding of Mr. Hitesh Mohanlal Patel was 5.50%, now, it changes to 53.95%.**

Hitesh Mohanlal Patel\_ 

Hitesh Mohanlal Patel For Persons Acting in Concert (PACs) with the acquirer  
(Signature of the Acquirer) 

Place: Mumbai

Date: 20.01.2024