

**ESPOUSE RESONANCE ENGINEERING PRIVATE LIMITED**

**CIN: U25209TN2019PTC161519**

REGD OFFICE: Rosy Tower, III Floor, No. 8 Nungambakkam High Road Nungambakkam, Chennai – 600 034

EMAIL ID: [espousejaipur@gmail.com](mailto:espousejaipur@gmail.com) Phone No.044-28260929

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Date : 08<sup>th</sup>, January, 2024

To,  
**The Company Secretary**  
Poddar Pigments Limited  
E-10-11 & F-14 to 16,  
RIICO Industrial Area,  
Sitapura,  
**Jaipur - 302022**

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street, Fort,  
**Mumbai - 400001**

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (East)  
**Mumbai - 400051**

Dear Sir(s),

**Sub: Intimation under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Pursuant to the provisions of Regulation 29(1) & 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we would like to inform you that the Composite Scheme of Merger and Arrangement of M/s. GKS Logistics Pvt. Ltd. ("Demerged Company" or "Transferor Company") and Espouse Resonance Engineering Pvt. Ltd. ("Resulting Company" or "First Transferee Company") and M/s. GKS Holdings Pvt. Ltd. (Second Transferee Company), has been approved by the Central Government through Regional Director, Southern Region vide it's order No. CP No.32/S.233/2023-24 dated 14.12.2023 and confirmed by the Registrar of Companies on 04.01.2024. In terms of the said Scheme 45,02,892 Equity Shares of Poddar Pigments Limited held by M/s. GKS Logistics Pvt. Ltd. has vested with us.

The requisite disclosures as required under Regulation 29(1) & 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, are enclosed herewith.

Please find the above in order and acknowledge the receipt thereof.

Thanking you,

Yours faithfully,  
**For Espouse Resonance Engineering Private Limited**



**Avadhanam Mohankumar**  
Director  
DIN:00693829  
Encl.: As above



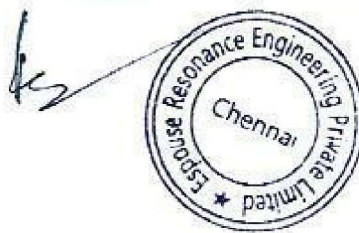
**Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part - A - Details of the Acquisition**

Name of the Target Company (TC)	Poddar Pigments Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Espouse Resonance Engineering Private Limited		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd. National Stock Exchange of India Limited		
Details of the acquisition as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of acquirer along with PACs of :</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	45,02,892	42.44%	42.44%
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (please/lien/non-disposal undertaking/ others)	Nil	Nil	Nil
<b>e) Total (a+b+c/-d)</b>	<b>45,02,892</b>	<b>42.44%</b>	<b>42.44%</b>

<b>After the acquisition, holding of acquirer along with PACs:</b>	45,02,892	42.44%	42.44%
a) Shares carrying voting rights	Nil	Nil	Nil
b) VRs otherwise than by equity shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>45,02,892</b>	<b>42.44%</b>	<b>42.44%</b>
Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/inter-se transfer/encumbrance, etc.)	The Espouse Resonance Engineering Private Limited Acquirer (Transferee) has come to own 45,02,892 equity shares of the Target Company representing 42.44% through a Composite Scheme of Arrangement involving GKS Logistics Private Limited (Transferor) pursuant to the order of Central Government through the Regional Director, Southern Region dated 14.12.2023 and confirmed by the Registrar of Companies on 04.01.2024.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	45,02,892 Equity Shares of Rs.10/ Each fully paid up.		
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.	45,02,892 shares acquired on 04.01.2024.		
Equity share capital/total voting capital of the TC before the said acquisition	1,06,10,000 Equity Shares of Rs. 10/- each.		
Equity share capital/total voting capital of the TC after the said acquisition	1,06,10,000 Equity Shares of Rs. 10/- each.		
Total diluted share/voting capital of the TC after the said acquisition	1,06,10,000 Equity Shares of Rs. 10/- each.		



**Part - B**

**Name of the Target Company: Poddar Pigments Limited**

**For Espouse Resonance Engineering Private Limited**

  
**Avadhanam Mohankumar**  
**Director**  
**DIN:00693829**



**Place: Chennai**

**Date: 08<sup>th</sup>, January, 2024**

**Note:**

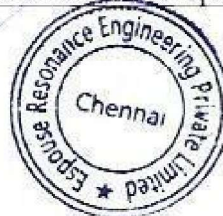
(\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) 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.

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

Name of the Target Company (TC)	Poddar Pigments Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Espouse Resonance Engineering Private Limited		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd. 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 (**)
<b>Before the acquisition under consideration, holding of :</b>			
f) Shares carrying voting rights	Nil	Nil	Nil
g) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	Nil	Nil	Nil
h) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
i) 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)	Nil	Nil	Nil
<b>j) Total (a+b+c+d)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Details of acquisition/sale</b>			
f) Shares carrying voting rights acquired /sold	45,02,892	42.44%	42.44%
g) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
h) 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	Nil	Nil	Nil
i) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
<b>j) Total (a+b+c/-d)</b>	<b>45,02,892</b>	<b>42.44%</b>	<b>42.44%</b>
<b>After the acquisition/sale, holding of:</b>			
f) Shares carrying voting rights	45,02,892	42.44%	42.44%
g) Shares encumbered with the acquirer	Nil	Nil	Nil
h) VRs otherwise than by shares	Nil	Nil	Nil
i) 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
<b>j) Total (a+b+c+d)</b>	<b>45,02,892</b>	<b>42.44%</b>	<b>42.44%</b>
Mode of acquisition/sale (e.g. open market/off-market/public issue/rights issue/preferential	The Espouse Resonance Engineering Private Limited Acquirer (Transferee) has		



allotment/inter-se transfer etc.)	come to own 45,02,892 equity shares of the Target Company representing 42.44% through a Composite Scheme of Arrangement involving GKS Logistics Private Limited (Transferor) pursuant to the order of Central Government through the Regional Director, Southern Region dated 14.12.2023 and confirmed by the Registrar of Companies on 04.01.2024.
<del>Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>	45,02,892 shares acquired on 04.01.2024.
Equity share capital/total voting capital of the TC before the said acquisition/sale	1,06,10,000 Equity Shares of Rs. 10/- each.
Equity share capital/total voting capital of the TC after the said acquisition/sale	1,06,10,000 Equity Shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	1,06,10,000 Equity Shares of Rs. 10/- each.

(\*) 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 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.

For Espouse Resonance Engineering Private Limited

  
**Avadhanam Mohankumar**  
 Director  
 DIN:00693829



Place: Chennai  
 Date: 08<sup>th</sup>, January, 2024