

7th March, 2024

To,
BSE Limited,
Phirozen Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001, Maharashtra

Scrip ID / Code: KDML / 539788

Subject: Declaration under Reg. 7 (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir / Madam,

Please find enclosed herewith Disclosure under Regulation 7 (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 received from Mr. Vijaykumar Khemani, Acquirer for the acquisition made by him along with Persons acting in concert (PACs) as per the Letter of Offer dated 5th February, 2024.

You are requested to take the same on your record.

Thanking you,

For KHEMANI DISTRIBUTORS & MARKETING LIMITED



MEGHAVI GONAWALA

Company Secretary

ACS: 63746



Encl.: as above

Khemani Distributors & Marketing Limited

Registered Office: Plot No. D/91-92, Laxminarayan Industrial Park, BRC Compound, Udhana-Bhestan Road, Surat-394210, Gujarat
Tel. No.: 9737747888, Email: investors@khemanigroup.net, Website: www.khemanigroup.net, CIN: L74300GJ2011PLC063520

From,
Vijaykumar Khemani
Address: B-1004, Surya Palace,
City Light,
Surat-395007, Gujarat

Date: 7th March, 2024

To, BSE Limited, Phirozen Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra	To, Khemani Distributors & Marketing Limited Plot D/91-92, Laxminarayan Ind. Park, BRC Compound, Udhana, Bhestan Road, Surat-394210, Gujarat
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Subject: Declaration under Reg. 7 (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir / Madam,

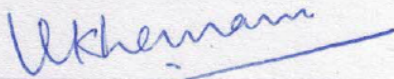
Enclosed herewith the Declaration in Annexure-A in compliance with the terms of Declaration under Reg. 7 (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, with respect to acquisition of shares.

This is for the information and records of the Khemani Distributors & Marketing Limited (Target Company) and the Stock Exchange (BSE SME).

Kindly take the same on your record.

Thanking You,

On behalf of the Acquirers, PACs and the Promoter and Promoter Group,



Vijaykumar Khemani
(Acquirer)

CC to -
The Company Secretary
Khemani Distributors & Marketing Limited

ANNEXURE-A

FORM C - SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]

Name of the company: Khemani Distributors & Marketing Limited

ISIN of the company: INE030U01025

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/member of the promoter group/designated person/Director s/immediate relative to/others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ disposal of shares, specify From To		Date of intimation to company	Mode of acquisition /disposal (on market/public/rights/preferential offer/off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. Shares Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/sale/Pledge/Revocation/Invocation/Others - please specify)	Type of securities (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % share holding					
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Name: Vijaykumar	Promoter	Equity Share	11275200 Equity	Equity	6149200	Rs. 18,12,44,272/-*	Acquisition of	17424400	75.84	05/03/2024**	05/03/2024	05/03/2024	Through three	BSE SME

Khemani (Acquirer) PAN: AGFPK2444R DIN: 02227389 Address : B-1004, Surya Palace, near Navmanglam apartment, City Light, Surat - 395 007, Gujarat, India Contact No.: 93777- 20342			Shares and 49.08% of the issued and paid up capital***				shares by promot er					share purchase agreement s (as defined in the Letter of Offer dated February 05, 2024) and conseque ntly validly tendered shared under the open offer	
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Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
(ii) Value of transaction excludes taxes/brokerage/any other charges

*** The acquirer has entered into Share Purchase Agreement-1, Share Purchase Agreement-2, Share Purchase Agreement-3 (hereinafter referred as "SPA 1", "SPA 2" and "SPA 3") and defined under the Letter of Offer dated February 05, 2024 at the rate of Rs. 26.5 per share. Further acquirer has offered for outstanding shares at the rate of Rs. 155.67 per shares. Hence the total value is arrived to Rs. 18,12,44,272/- (141600*155.67 = 22042872 and 6007600*26.5 = 159201400)**

****05/03/2024 is Settlement date on which the shares were acquired by the Acquirer.**

*****No. of Shares mentioned in "pre acquisition" and "post Acquisition" include Equity shares held by Persons acting in concert (PACs) with Acquires as defined under the Letter of Offer dated February 5, 2024.**

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22
-	-	-	-	-	-	-

On behalf of the Acquirers, PACs and the Promoter & Promoter Group,

(Vijaykumar Khemani)
Acquirer

Place: Surat
Date: 07/03/2024