



Millars

MACHINERY COMPANY PVT. LTD.

To,

BSE Ltd
Scrip Code: 505255

National Stock Exchange of India Ltd
Symbol: GMMPFADLR

Sub.: Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations") in respect of proposed acquisition under Regulation 10(1)(a)(ii) of the SEBI SAST Regulations

This is to inform you that in December 2022, Patel Family (through Millars Machinery Company Private Limited, part of the Promoter Group of GMM Pfaudler Limited ("the Company")) had entered into an arrangement to purchase 4,49,572 equity shares, representing 1% of the equity share capital of the Company from Pfaudler Inc. (controlled by DBAG Fund VI, a private equity fund; 'DBAG'), Promoter of the Company at ₹ 1,700 per share, through an inter-se promoter transfer, subject to regulatory approvals.

As necessary regulatory approvals have now been received, Millars Machinery Company Private Limited intends to complete the aforesaid acquisition of 4,49,572 equity shares (representing 1% of share capital) from Pfaudler Inc., by way of inter-se promoter transfer under Regulation 10(1)(a)(ii) of the SEBI SAST Regulations.

Please find enclosed herewith the requisite disclosure under Regulation 10(5) of the SEBI SAST Regulations giving the relevant details in respect of the proposed acquisition under Regulation 10(1)(a) of the SEBI SAST Regulations.

We request you to kindly take the same on record and disseminate the above information to the public.

For Millars Machinery Company Private Limited



Tarak Patel
Authorized Signatory



Date: November 9, 2023

Place: Mumbai

Encl.: As above

Regd. Office:

Churchgate House, 4th Floor, 32-34, Veer Nariman Road, Mumbai 400 001, India.

Phone: 022-2204 7470 / 71 • Fax: 022-2204 9408

CIN : U29240MH1971PTC015240

Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

1.	Name of the Target Company (TC)	GMM Pfaudler Limited
2.	Name of the acquirer(s)	Millars Machinery Company Private Limited
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	Yes, Promoter Group
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Pfaudler Inc.
	b. Proposed date of acquisition	On or after at least 4 working days after the date of this intimation.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	4,49,572
	d. Total shares to be acquired as % of share capital of TC	1%
	e. Price at which shares are proposed to be acquired	INR 1,700/- per Equity Share
	f. Rationale, if any, for the proposed transfer	The proposed transfer is an off-market transaction by way of an inter se transfer as per the arrangement entered into on December 17, 2022 between Patel Family (through Millars Machinery Company Private Limited, member of the Promoter Group) and Pfaudler Inc, Promoter.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) of the SEBI SAST Regulations.

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CIN : U29240MH1971PTC015240

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.	INR 1,728
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
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.	The Acquirer hereby confirms that the acquisition price is INR 1,700 per equity share which is not higher by more than 25% of the price computed in point 6 i.e. INR 1,728.
9.	<p>i. 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 Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)</p> <p>ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p>	<p>The Acquirer hereby confirms that the transferor and the transferee have complied with (during 3 years prior to the date of proposed Acquisition) and will continue to comply with the applicable disclosure requirements in terms of SEBI SAST Regulations.</p> <p>A copy of the disclosures made during the previous 3 years prior to the date of the proposed acquisition is enclosed herewith as 'Annexure A'</p>
10.	Declaration by the acquirer that all the conditions specified under Regulation 10(1)(a) with respect to exemptions has been duly complied with.	All the conditions specified under Regulation 10(1)(a) of the SEBI SAST Regulations with respect to the exemption has been duly complied with by the Acquirer.



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CIN : U29240MH1971PTC015240

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)				
	a) Millars Machinery Company Pvt. Ltd. (Acquirer)	38,86,785	8.65	43,36,357	9.65
	b) Uttarak Enterprise Pvt. Ltd.	12,32,655	2.74	12,32,655	2.74
	c) Millars Concrete Technologies Pvt. Ltd.	11,04,724	2.46	11,04,724	2.46
	d) A. J. Patel HUF	8,31,705	1.85	8,31,705	1.85
	e) A. J. Patel Charitable Trust	7,59,375	1.69	7,59,375	1.69
	f) Tarak Patel	5,21,880	1.16	5,21,880	1.16
	g) Urmi Patel	23,60,022	5.25	23,60,022	5.25
	h) Panna Patel	1,01,250	0.21	1,01,250	0.21
	i) Pragna Patel	48,480	0.11	48,480	0.11
	j) Ashok Patel	20,235	0.05	20,235	0.05
	k) Palomita Patel	3,600	0.01	3,600	0.01
	Total	1,08,70,711	24.18	1,13,20,283	25.18
B.	Seller – Pfaudler Inc	4,49,572	1.00	Nil	Nil

For Millars Machinery Company Private Limited
Promoter Group



Tarak Patel
Authorized Signatory



Date: November 9, 2023

Place: Mumbai

Regd. Office:

Churchgate House, 4th Floor, 32-34, Veer Nariman Road, Mumbai 400 001, India.

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CIN: U29240MH1971PTC 015240

Ashok Jethabhai Patel	6,745	0.05%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Paloma Shubendra Patel	1,200	0.01%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
A J Patel Charitable Trust	2,53,125	1.79%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Milnes Madhimer S Company Pvt.Ltd.	12,95,59	8.86%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Uttarak Enterprises Pvt. Ltd	4,10,885	2.81%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

A J Patel HUF	2,77,233	1.90%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Tarak Ashok Patel	1,73,660	1.19%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Uttara A Patel	1,66,995	1.14%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Rama Shalendra Patel	33,750	0.23%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Pragna Satish Patel	16,160	0.11%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.
 ** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.
 ***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Signature of the Authorized Signatory: 
 Place: _____
 Date: _____

Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	GMM Pfaudler Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited and National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Pfaudler, Inc.
Total promoter shareholding in the listed company	Number of shares held by the Promoters – 80,32,065 % of total share capital – 54.95%
Encumbered shares as a % of promoter shareholding	59.47% of the total promoter group shareholding
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Details of all the existing events/ agreements pertaining to encumbrance

Encumbrance 1 (Date of creation of encumbrance: February 17, 2021)	
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	1. (a) Non – disposal undertaking in relation to the sale or disposal of shares held by Pfaudler, Inc. in GMM Pfaudler Limited if it results in Pfaudler, Inc., holding less than 25% of the total shareholding of GMM Pfaudler Limited (unless the underlying obligations have been prepaid and cancelled); and (b) Pfaudler, Inc. cannot create any security /encumbrance over its shareholding in GMM Pfaudler Limited or proceeds from the sale of its security in GMM Pfaudler Limited (if such sale results in Pfaudler, Inc., holding less than 25% of the total shareholding of GMM Pfaudler Limited (unless the underlying obligations have been prepaid and cancelled))
No. and % of shares encumbered	No. of shares: 47,76,736 % of total share capital: 32.68%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X) a) Credit Suisse (Switzerland) Ltd. b) Landesbank Baden-Württemberg c) Raiffeisen Bank International AG d) Zurich Insurance plc, Niederlassung für Deutschland e) Wilmington Trust SP Services (Frankfurt) GmbH

Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES – entities from (a) to (c) are overseas lenders regulated as banks in their respective jurisdictions; entity (d) is licensed by the German Federal Financial Supervisory Authority (in German: <i>Bundesanstalt für Finanzdienstleistungsaufsicht</i>) to write bond/ guarantee/letter of credit instruments, which are part of the insurance class suretyship; entity (e) is acting as an agent and security agent on behalf of the entities under (a) to (d).
Names of all other entities in the agreement	Listed company and its group companies (if any): NA
	Other entities (if any) – Wilmington Trust SP Services (Frankfurt) GmbH as agent
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	NO If yes, 1. Name of the issuer – NA 2. Details of the debt instrument – NA 3. Whether the debt instrument is listed on stock exchanges? – NA 4. Credit Rating of the debt instrument – NA 5. ISIN of the 6. Instrument – NA
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A) Not Applicable
	Amount involved (against which shares have been encumbered) (B) Not Applicable

	Ratio of A / B	Not Applicable
End use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Amount: Up to EUR 32,857,143 and USD 45,000,000. As on February 19, 2021, the total amount outstanding under the Loan Agreement is approximately USD 60 million. Purpose of raising money: GMM Pfaudler Limited has acquired a majority stake (54%), directly and indirectly, in the global business of the Pfaudler group, through an offshore company, namely, GMM International S.à.r.l. (Pfaudler Acquisition). The Pfaudler group (along with Pfaudler International S.à.r.l, Pfaudler UK Limited, Pfaudler US Holding Inc., Pfaudler US Inc. and Pfaudler, Inc. that have not been acquired as part of the Pfaudler Acquisition) entered into a senior facilities agreement along with an intercreditor agreement with certain lenders and Wilmington Trust SP Services (Frankfurt) GmbH as agent and security agent for purposes of borrowing up to EUR 32,857,143 and USD 45,000,000 (Loan Agreement). The facilities obtained under the Loan Agreement were intended to continue post the Pfaudler Acquisition and accordingly, pursuant to the Pfaudler Acquisition, GMM International S.à.r.l along with the Pfaudler group (which are now indirect subsidiaries of GMM Pfaudler Limited) have assumed the obligations under the Loan Agreement by way of certain amendments to the Loan Agreement (Amended Loan Agreement). The facilities and loan amounts have been used solely in relation to the business of the Pfaudler group (control over which, has now been acquired by GMM Pfaudler Limited) – the facilities and loan amounts are not meant for the personal use of Pfaudler, Inc. or any other promoters. This non-disposal undertaking and negative lien is being provided by Pfaudler, Inc. to the lenders in order to provide them assurance that Pfaudler, Inc. will continue to hold a substantial stake in GMM Pfaudler Limited during the subsistence of such loans. None of the shares of the other promoters of GMM Pfaudler Limited (i.e. the Patel family and their entities) have been encumbered. This non-disposal undertaking and negative lien does not give any right to the lenders to dispose the shareholding of Pfaudler, Inc. in GMM Pfaudler Limited. The facilities provided under the Amended Loan Agreement are as follows: a) a term loan facility in an aggregate amount equal to EUR 1,875,000 (Facility A1); b) a term loan facility in an aggregate amount equal to USD 13,500,000 (Facility A2); c) a term loan facility in an aggregate amount equal to EUR 4,375,000 (Facility B1); d) a term loan facility in an aggregate amount equal to USD 31,500,000 (Facility B2); e) a multicurrency revolving credit facility in an aggregate amount equal to EUR 11,607,143 (Revolving Facility); f) a multicurrency revolving letter of credit facility in an aggregate amount equal to EUR 15,000,000 (L/C Facility); g) an uncommitted acquisition/capex facility in an aggregate amount of up to EUR 20,000,000.

		The repayment schedule for the facilities is set out in Exhibit A hereto.
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Signature of Authorised Signatory:



Place:
Date:

Exhibit A

1. Repayment of Facility A1 under the Amended Loan Agreement

Repayment Date	Repayment Instalment
31 May 2020	EUR 150,000
30 November 2020	EUR 94,000
31 May 2021	EUR 93,500
30 November 2021	EUR 188,000
31 May 2022	EUR 187,000
30 November 2022	EUR 198,000
31 May 2023	EUR 195,750
30 November 2023	EUR 206,500
31 May 2024	EUR 206,000
30 November 2024	EUR 178,250
31 May 2025	EUR 178,000

Repayment of Facility A2 under the Amended Loan Agreement

Repayment Date	Repayment Instalment
31 May 2020	USD 1,080,000
30 November 2020	USD 675,000
31 May 2021	USD 675,000
30 November 2021	USD 1,350,000
31 May 2022	USD 1,350,000
30 November 2022	USD 1,420,000
31 May 2023	USD 1,415,000
30 November 2023	USD 1,485,000
31 May 2024	USD 1,485,000
30 November 2024	USD 1,285,000
31 May 2025	USD 1,280,000

- Facility B1, Facility B2 and the acquisition/capex facility are repayable on 20 August 2026.
- Any loan outstanding under the Revolving Facility is required to be repaid on the last day of its interest period and on 20 August 2025 at the latest.
- Letters of credit outstanding under the L/C Facility are required to be repaid on 20 August 2025 at the latest.

**FORMAT FOR DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011**

1.	Name of the Target Company (TC)	GMM Pfaudler Limited		
2.	Name(s) of the Stock Exchange(s) where the shares of TC are listed	Bombay Stock Exchange Limited (BSE) National Stock Exchange of India Limited (NSE)		
3.	Particulars of shareholder(s): a) Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b) Name(s) of promoter(s), member of the promoter group and PAC with him.	Millars Machinery Company Pvt. Ltd.		
4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2021, holding of:	1,295,595	8.86%	-
	a) Shares b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC			
	Total	1,295,595	8.86%	-

(*) Diluted share/ voting capital means the total number of shares in TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of TC

For Millars Machinery Company Pvt. Ltd.



Director

Date : 05.04.2021

Place : Mumbai

Regd. Office:

Churchgate House, 4th Floor, 32-34, Veer Nariman Road, Mumbai 400 001, India.

Phone: 022-2204 7470 / 71 • Fax: 022-2204 9408

Regd. Office: Churchgate House, 4th Floor, 32-34 Veer Nariman Road, Fort, Mumbai – 400 001.

Tel. No. 22047471 / 66503900 - CIN : U29240MH1971PTC015240 – Email : millarsmachinery@gmail.com

**FORMAT FOR DISCLOSURE UNDER REGULATION 30(1) AND 30(2) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011**

1.	Name of the Target Company (TC)	GMM Pfaudler Limited
2.	Name(s) of the Stock Exchange(s) where the shares of TC are listed	Bombay Stock Exchange Limited (BSE) National Stock Exchange of India Limited (NSE)
3.	<p>Particulars of shareholder(s):</p> <p>a) Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.</p> <p align="center">or</p> <p>b) Name(s) of promoter(s), member of the promoter group and PAC with him.</p>	Pfaudler Inc.

PF000US-LETTER-ENG-CORP

4.	Particulars of shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/voting capital of TC(*)
	As of March 31, 2021 holding of:	4,776,736	32.68%	-
	a) Shares			
	b) Voting rights (otherwise than by shares)			
	c) Warrants			
	d) Convertible Securities			
	e) Any other instrument that would entitle the holder to receive shares in the TC			
	Total	4,776,736	32.68%	-

(*) Diluted share/ voting capital means the total number of shares in TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of TC

For Pfautler Inc.



Name: Bob Waddell

Designation: President

Date : April 1, 2021

Place : Rochester, NY, USA

PFG02US-LETTER-ENG-CORP

April 1, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 505255

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol: GMMPFUDLR

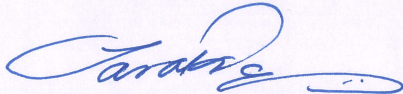
Sub.: Disclosure under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma’am,

Pursuant to the disclosure required to be made under Regulation 31(4) of the SAST Regulations by the Promoter with persons acting in concert of GMM Pfaudler Limited as on March 31, 2022, I hereby declare that during the financial year ended March 31, 2022, I, along with persons acting in concert as mentioned in Annexure A, have not made any encumbrance, directly or indirectly, on the Equity Shares of GMM Pfaudler Limited, held by us.

Request you to take the same on records.

Yours faithfully,



Tarak Patel

CC:
Mittal Mehta
Company Secretary & Compliance Officer
GMM Pfaudler Limited
902, Lodha Excelus, Commercial Tower 1,
New Cuffe Parade, Sewri - Chembur Road,
Mumbai-400 037

Annexure A

Name(s) of the person and person acting in concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Tarak Ashok Patel	Promoter	AADPP5712F
Ashok Jethabhai Patel	Promoter	AADPP5714D
Urmi Ashok Patel	Promoter Group	AADPP5711G
A J Patel HUF	Promoter Group	AAHHP4235R
Uttara A Patel	Promoter Group	AADPP5713E
Panna Shailendra Patel	Promoter Group	AIVPP5474C
Pragna Satish Patel	Promoter Group	ABPPP2262F
Palomita Shailendra Patel	Promoter Group	AAEPP5659E
A J Patel Charitable Trust	Promoter Group	AAATA4352P
Millars Machinery Company Pvt Ltd.	Promoter Group	AACCM3891Q
Uttarak Enterprises Pvt Ltd.	Promoter Group	AAACA0979R

April 6, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 505255

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol: GMPFAUDLR

Sub.: Disclosure under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma'am,

Pursuant to the disclosure required to be made under Regulation 31(4) of the SEBI SAST Regulations by the Promoters of GMM Pfautler Limited as on March 31, 2022, we hereby declare that we have not made any encumbrance, directly or indirectly, on the Equity Shares of GMM Pfautler Limited held by us, other than as disclosed on February 19, 2021.

Request you to take the same on record.

Yours faithfully,

For Pfautler Inc.



Melinda Kellogg

Authorized Signatory

CC:

Mittal Mehta
Company Secretary & Compliance Officer
GMM Pfautler Limited
902, Lodha Excelus, Commercial Tower 1,
New Cuffe Parade, Sewri - Chembur Road,
Mumbai-400 037

December 16, 2022

To,
BSE Ltd
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001

NSE Ltd
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Code: 505255

Symbol: GMMPFADLR

Sub.: Reporting under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma'am,

This is to inform you that Pfautler Inc. (controlled by DBAG Fund VI) has sold 7,785,819 equity shares of GMM Pfautler Ltd on December 16, 2022 through bulk deals.

In view of the above, please find enclosed the requisite disclosure under Regulation 29(2) of the SEBI SAST Regulations.

Request you to kindly take this on record and disseminate the information.

Thanking you.

[Signature Page Follows]

Yours faithfully,

For and on behalf of Pfautler Inc

Melinda Kellogg

Melinda Kellogg



Encl.: As above

CC:

The Compliance Officer
GMM Pfautler Limited

Sojitra Road, Vithal Udyognagar, Anand, Karamsad, Gujarat, 388325

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

Name of the Target Company (TC)	GMM Pfaudler Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pfaudler Inc		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)		
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(**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	14,330,208	31.88%	31.88%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	Nil	N.A	N.A
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	N.A	N.A
e) Total (a+b+c+d)	14,330,208	31.88%	31.88%
Details of acquisition/ sale			
a) Shares carrying voting rights acquired / sold	7,785,819	17.32%	17.32%
b) VR s acquired / sold otherwise than by shares	Nil	N.A.	N.A
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	Nil	N.A.	N.A
d) Shares encumbered/ invoked/ released by the acquirer	Nil	N.A.	N.A
e) Total (a+b+c+d)	7,785,819	17.32%	17.32%
After the acquisition/ sale holding of:			
a) Shares carrying voting rights	6,544,389	14.56%	14.56%
b) Shares encumbered with the acquirer	Nil	N.A.	N.A.

c) VR s otherwise than by shares	Nil	N.A	N.A
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	N.A	N.A
e) Total (a+b+c+d)	6,544,389	14.56%	14.56%
Mode of acquisition / sale (eg. open market / off-market / public issue/ rights issue/ preferential allotment/ inter-se transfer etc).	Through bulk deals		
Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 16, 2022		
Equity share capital/ total voting capital of the TC before the said acquisition / sale	44,957,224		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	44,957,224		
Total diluted share/voting capital of the TC after the said acquisition / sale	44,957,224		

April 05, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 505255

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol: GMMPFAUDLR

Sub.: Disclosure under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma'am,

Pursuant to the disclosure required to be made under Regulation 31(4) of the SEBI SAST Regulations by the Promoter of GMM Pfaudler Limited as on March 31, 2023, we hereby declare that during the financial year ended March 31, 2023, we have not made any new encumbrance, directly or indirectly, on the Equity Shares of GMM Pfaudler Limited, held by us.

Request you to take the same on records.

Yours faithfully,

For Pfaudler Inc.


Melinda Kellogg

Authorized Signatory

CC:
Mittal Mehta
Company Secretary & Compliance Officer
GMM Pfaudler Limited
902, VIOS Tower,
New Cuffe Parade, Sewri - Chembur Road,
Mumbai-400 037

TARAK PATEL

2501, Island City Center One, G D Ambekar Marg, Dadar (East), Mumbai - 400 014.

April 05, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001
Scrip Code: 505255

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Symbol: GMMPFADLR

Sub.: Disclosure under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir/ Ma'am,

Pursuant to the disclosure required to be made under Regulation 31(4) of the SEBI SAST Regulations by the Promoter with persons acting in concert of GMM Pfadler Limited as on March 31, 2023, I hereby declare that during the financial year ended March 31, 2023, I, along with persons acting in concert as mentioned in Annexure A, have not made any encumbrance, directly or indirectly, on the Equity Shares of GMM Pfadler Limited, held by us.

Request you to take the same on records.

Yours faithfully,



Tarak Patel

CC:

Mittal Mehta
Company Secretary & Compliance Officer
GMM Pfadler Limited
902, VIOS Tower,
New Cuffe Parade, Sewri - Chembur Road,
Mumbai-400 037

TARAK PATEL

2501, Island City Center One, G D Ambekar Marg, Dadar (East), Mumbai - 400 014.

Annexure A

Name(s) of the person and person acting in concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Tarak Ashok Patel	Promoter	AADPP5712F
Ashok Jethabhai Patel	Promoter	AADPP5714D
Urmi Ashok Patel	Promoter Group	AADPP5711G
A J Patel HUF	Promoter Group	AAHHP4235R
Uttara A Patel	Promoter Group	AADPP5713E
Panna Shailendra Patel	Promoter Group	AIVPP5474C
Pragna Satish Patel	Promoter Group	ABPPP2262F
Palomita Shailendra Patel	Promoter Group	AAEPP5659E
A J Patel Charitable Trust	Promoter Group	AAATA4352P
Millars Machinery Company Pvt. Ltd.	Promoter Group	AACCM3891Q
Uttarak Enterprises Pvt. Ltd.	Promoter Group	AAACA0979R
Millars Concrete Technologies Private Limited	Promoter Group	AACCP3992M



Annexure A

To,
BSE Ltd

NSE Ltd

Scrip Code: 505255

Symbol: GMMPFADLR

Sub.: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”)

Dear Sir / Ma'am,

This is to inform you that, we, Pfaudler, Inc. (controlled by DBAG Fund VI), have sold 6,094,817 equity shares of GMM Pfaudler Limited (the “**Company**”) on August 18, 2023 through bulk deals.

In view of the above, please find attached the requisite disclosure under Regulation 29(2) of the SEBI SAST Regulations.

I request you to kindly take this on record and disseminate the same on your website.

Thanking you.

[Signatures Follow]

Yours faithfully,

For and on behalf of **Pfaunder, Inc.**

Melinda J Kellosy

Date: August 18, 2023

Place: Rochester, NY, USA

Encl.: Disclosure under Regulation 29(2) of SAST Regulations

CC:

The Compliance Officer

GMM Pfaunder Limited

Sojitra Road, Vithal Udyognagar, Anand, Karamsad, Gujarat, 388325.

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

Name of the Target Company (TC)	GMM Pfaudler Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pfaudler, Inc.		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and 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(**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	65,44,389	14.56%	14.56%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	Nil	N.A	N.A
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	N.A	N.A
e) Total (a+b+c+d)	65,44,389	14.56%	14.56%
Details of acquisition/ sale			
a) Shares carrying voting rights acquired / sold	6,094,817	13.56%	13.56%
b) VR s acquired / sold otherwise than by shares	Nil	N.A.	N.A
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	Nil	N.A.	N.A
d) Shares encumbered/ invoked/ released by the acquirer	Nil	N.A.	N.A
e) Total (a+b+c+d)	6,094,817	13.56%	13.56%
After the acquisition/ sale holding of:			
a) Shares carrying voting rights	449,572	1%	1%
b) Shares encumbered with the acquirer	Nil	N.A.	N.A.
c) VR s otherwise than by shares	Nil	N.A	N.A
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	N.A	N.A

e) Total (a+b+c+d)	449,572	1%	1%
Mode of acquisition /-sale-(eg. open market / off-market / public issue/ rights issue/ preferential allotment/ inter-se transfer etc).	Through bulk deals		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 18, 2023		
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	INR 8,99,14,448 (comprising of 4,49,57,224 equity shares having face value of INR 2 each)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 8,99,14,448 (comprising of 4,49,57,224 equity shares having face value of INR 2 each)		
Total diluted share/voting capital of the TC after the said acquisition	INR 8,99,14,448 (comprising of 4,49,57,224 equity shares having face value of INR 2 each)		

Signature of the Seller
For and on behalf of Pfaudler, Inc.,

Melinda J Kellogg

Place: Rochester, NY, USA
Date: August 18, 2023