

Date: 26-03-2024

To
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai – 400 001

Scrip Code: 538563

Sub: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India) Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations").

Dear Sir/Madam

As due compliance of Regulation 10(5) of the Securities and Exchange Board of India) Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"), the undersigned being part of the Promoters and Promoter Group of the Company, hereby furnish the prior intimation in the specified format under Regulation 10(5) in respect of the proposed inter-se-transfer of **9,79,648 (26.66%)** equity shares of **Adarsh Mercantile Limited** being the Target Company ("TC") by way of allocation of Equity shares of 3 HUFs in the Promoter Group in the following manner:

- i. Inter-se-transfer of 1,39,000 (3.78%) Equity shares from Sushil Kumar Chhawchharia HUF to Ashish Chhawchharia, being Promoter of the Target Company;
- ii. Inter-se-transfer of 1,34,355 (3.66%) Equity shares from Sushil Kumar Chhawchharia HUF to Kshitiz Chhawchharia, being Promoter of the Target Company;
- iii. Inter-se-transfer of 3,54,650 (9.65%) Equity shares from Kshitiz Chhawchharia HUF to Kshitiz Chhawchharia, being Promoter of the Target Company;
- iv. Inter-se-transfer of 3,51,643 (9.57%) Equity shares from Ashish Chhawchharia HUF to Ashish Chhawchharia, being Promoter of the Target Company;

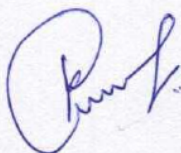
The shares are proposed to be acquired by way of "inter-se transfer" amongst the Promoters and Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) (qualifying person being persons named as promoters in the shareholding pattern filed by the TC for not less than three years prior to the proposed acquisition) and there will be no change in the total shareholding of the Promoters and Promoters Group after such inter-se transfer of shares of TC.

Kindly take the same on your record and acknowledge the receipt of the same.

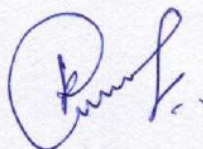
Thanking You,
Yours Faithfully,



Ashish Chhawchharia
[Promoter of Adarsh
Mercantile Limited –
(Acquirer)]



Kshitiz Chhawchharia
[Promoter of Adarsh
Mercantile Limited –
(Acquirer)]



Kshitiz Chhawchharia
[Promoter of Adarsh
Mercantile Limited –
(Acquirer)]



Ashish Chhawchharia
[Promoter of Adarsh
Mercantile Limited –
(Acquirer)]

Encl: As Above

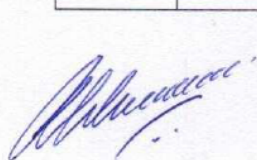
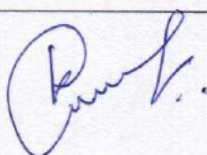
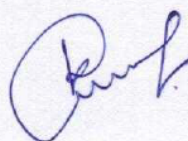
Copy To:

Adarsh Mercantile Limited
8A & 8B, Satyam Towers, 3, Alipore Road,
Kolkata — 700 027

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

| | | |
|----|--|---|
| 1. | Name of the Target Company (TC) | ADARSH MERCANTILE LIMITED |
| 2. | Name of the acquirer(s) | 1) Ashish Chhawchharia 2) Kshitiz Chhawchharia 3) Kshitiz Chhawchharia 4) Ashish Chhawchharia |
| 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, Promoters and Promoter Group |
| 4. | Details of the proposed acquisition | |
| | a. Name of the person(s) from whom shares are to be acquired | 1) Sushil Kumar Chhawchharia HUF (2,73,355 Equity shares) 2) Kshitiz Chhawchharia HUF (3,54,650 Equity Shares) 3) Ashish Chhawchharia HUF (3,51,643 Equity Shares) |
| | b. Proposed date of acquisition | On or after April, 03, 2024 |
| | c. Number of shares to be acquired from each person mentioned in 4(a) above | 9,79,648 Equity shares are to be acquired in the following manner: 1) 1,39,000 (3.78%) Equity shares from Sushil Kumar Chhawchharia HUF to Ashish Chhawchharia; 2) 1,34,355 (3.66%) Equity shares from Sushil Kumar Chhawchharia HUF to Kshitiz Chhawchharia 3) 3,54,650 (9.65%) Equity shares from Kshitiz Chhawchharia HUF to Kshitiz Chhawchharia 4) 3,51,643 (9.57%) Equity shares from Ashish Chhawchharia HUF to Ashish Chhawchharia |
| | d. Total shares to be acquired as % of share capital of TC | 26.66% |
| | e. Price at which shares are proposed to be acquired | Nil (Being an Off Market Inter- se-acquisition of shares by way of allocation of shares from 3 HUFs in the promoter group for NIL Consideration) |
| | f. Rationale, if any, for the proposed transfer | Being an Off Market Inter- se-acquisition of shares by way of allocation of shares from 3 HUFs in the promoter group for NIL Consideration |
| 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 |
| 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 (Being an Off Market Inter- se-acquisition of shares by way of allocation of shares from 3 HUFs in the promoter group for NIL Consideration) |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | Not Applicable (Being an Off Market Inter- se-acquisition of shares by way of allocation of shares from 3 HUFs in the promoter group for NIL Consideration) |
| 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 (Being an Off Market Inter- se-acquisition of shares by way of allocation of shares from 3 HUFs in the promoter group for NIL Consideration) |

| | | | | | |
|-----|---|---|-----------------------------------|--------------------------------|-----------------------------------|
| 9. | Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) | Yes. The Acquirers hereby declare that both Transferors and Transferees have complied / will be complying with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 to the extent applicable. | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | Yes. The Acquirers hereby declare that that all the conditions specified under 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 |
| | - Acquirer(s) and PACs (other than sellers)(*) (List of Promoter group other than Sellers attached – Annexure 1) | | | | |
| | | 17,71,505.00 | 48.21 | 27,51,153.00 | 74.87 |
| | - Seller (s) (List of Sellers attached – Annexure 2) | 9,79,648.00 | 26.66 | - | - |


Annexure 1

Details of Promoter Group Other than Sellers
(Forming part of disclosure under Regulation 10(5) of the
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
Dated 26-03-2024)

| Sl. No. | Names of Promoter group other than the sellers | No. of Shares held prior to acquisition | %age of Shares held prior to acquisition | No. of Shares held post acquisition | % age of Shares held post acquisition |
|---------|--|---|--|-------------------------------------|---------------------------------------|
| 1 | Ashish Chhawchharia | 1,38,375.00 | 3.77 | 6,29,018.00 | 17.12 |
| 2 | Avon Credit Pvt Ltd | 14,93,130.00 | 40.63 | 14,93,130.00 | 40.63 |
| 3 | Kshitiz Chhawchharia | 1,40,000.00 | 3.81 | 6,29,005.00 | 17.12 |
| | Total | 17,71,505.00 | 48.21 | 27,51,153.00 | 74.87 |



Annexure 2

Details of Sellers
(Forming part of disclosure under Regulation 10(5) of the
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
Dated 26-03-2024)

| Sl. No. | Names of the Sellers | No. of Shares held prior to Sale | % age of Shares held prior to Sale | No. of Shares held post Sale | % age of Shares held post Sale |
|---------|-------------------------------|----------------------------------|------------------------------------|------------------------------|--------------------------------|
| 1 | Sushil Kumar Chhawchharia HUF | 2,73,355.00 | 7.44 | - | - |
| 2 | Kshitiz Chhawchharia HUF | 3,54,650.00 | 9.65 | - | - |
| 3 | Ashish Chhawchharia HUF | 3,51,643.00 | 9.57 | - | - |
| | Total | 9,79,648.00 | 26.66 | - | - |

