

# UMANG COMMERCIAL COMPANY PRIVATE LIMITED

REGISTERED OFFICE : 34A, METCALFE STREET, ROOM NO. 6A, 6TH FLOOR, KOLKATA - 700 013

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CIN No. : U51109WB1982PTC034798

Date- 26.09.2022

BSE Limited  
25<sup>th</sup> Floor  
Phiroze Jeejebhoy Towers  
Dalal Street  
Mumbai – 400001

National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (East)  
Mumbai – 400 051

Pilani Investment and Industries Corporation Limited  
Birla Building, 11<sup>th</sup> Floor,  
9/1, R.N. Mukherjee Road,  
Kolkata -700 001

Dear Sirs,

**Sub: Disclosure under Regulation 29 (1) of Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please note that the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT"), has sanctioned Scheme of Amalgamation of Aditya Marketing & Manufacturing Private Limited ("Transferor Company") with Umang Commercial Company Private Limited ("Transferee Company").

We have filed certified copy of the NCLT Order with the Registrar of Companies, West Bengal on 22.09.2022 and consequently all the assets / liabilities of the Transferor Company have stood transferred to and vested in the Transferee Company on 22.09.2022 (Effective Date).

Pursuant to the Scheme of Amalgamation, 38,41,871 (34.70%) Equity Shares of Pilani Investment and Industries Corporation Limited (Pilani) held by the aforesaid Transferor Company have stood transferred to and vested in Umang Commercial Company Private Limited (the Transferee Company) on 22.09.2022. The Transferee Company shall be categorized as a member of the **Promoter** of Pilani.

Accordingly, our holding of Equity Shares in Pilani stands at 38,41,871 equity shares (34.70%). The total Promoter / Promoter Group holding in Pilani remains the same at 57.55%.

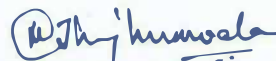
We enclose herewith the requisite disclosure under Regulation 29 (1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format duly filled in and signed for your reference, record and doing the needful in the matter.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

For **Umang Commercial Company Private Limited**

  
(Manjari Jhunhunwala)  
Company Secretary  
ACS- 045781



Encl: as above

**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part-A – Details of Acquisition**

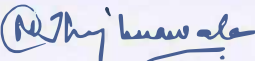
Name of the Target Company (TC)	<b>Pilani Investment and Industries Corporation Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Umang Commercial Company Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes (Pursuant to the Scheme of Amalgamation)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited 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>	Nil	Nil	Nil
a) Shares carrying voting rights			
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 TC (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	38,41,871	34.70	34.70
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 (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
<b>e) Total (a+b+c+/-d)</b>	<b>38,41,871</b>	<b>34.70</b>	<b>34.70</b>
<b>After the acquisition, holding of Acquirer alongwith PACs of:</b>			
a) Shares carrying voting rights	38,41,871	34.70	34.70
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>38,41,871</b>	<b>34.70</b>	<b>34.70</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Vesting of equity shares pursuant to the Scheme of Amalgamation of Aditya Marketing & Manufacturing Private Limited ("Transferor Company") with Umang Commercial Company Private Limited ("Transferee Company") and their respective shareholders as sanctioned by the Hon`ble National Company Law Tribunal, Kolkata Bench.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
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.	22.09.2022		
Equity share capital / total voting capital of the TC before the said acquisition.	No. of Equity Shares – 1,10,72,250 equity shares of Rs. 10/- each fully paid up Amount – Rs. 11,07,22,500/-		
Equity share capital/ total voting capital of the TC after the said acquisition	No. of Equity Shares – 1,10,72,250 equity shares of Rs. 10/- each fully paid up Amount – Rs. 11,07,22,500/-		
Total diluted share/voting capital of the TC after the said acquisition.	No. of Equity Shares – 1,10,72,250 equity shares of Rs. 10/- each fully paid up Amount – Rs. 11,07,22,500/-		

- Total Promoter / Promoter Group Holding before the Scheme of Amalgamation became effective - 57.55%
- Total Promoter/ Promoter Group Holding after vesting of Shares pursuant to the Scheme of Amalgamation - 57.55%

**For Umang Commercial Company Private Limited**

  
**(Manjari Jhunjhunwala)**  
**Company Secretary**  
**ACS- 045781**



Place: Kolkata

Date: 26.09.2022

**Part-B\*\*\***

**Name of the Target Company: Pilani Investment and Industries Corporation Limited**

<b>Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>	<b>Whether the acquirer belongs to Promoter/ Promoter group</b>	<b>PAN of the acquirer and / or PACs</b>
Umang Commercial Company Private Limited	Yes	

**Notes:**

(\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

**For Umang Commercial Company Private Limited**



**(Manjari Jhunhunwala)  
Company Secretary  
ACS- 045781**



Place: Kolkata

Date: 26.09.2022