

To: National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 NSE Scrip Code : VMART	To: BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code : 534976
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Subject: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") for proposed acquisition of shares

Dear Sirs,

This is in reference to my earlier disclosures dated June 20, 2025 and June 30, 2025 (Annexed as **Annexure 4**), wherein I had informed you that a Gift Deed was executed on June 27, 2025 between Mr. Lalit Agarwal and Mr. Madan Gopal Agarwal for the transfer of 13,908 equity shares and 1,97,33,161 Compulsory Convertible Debentures (CCDs) of CBSPL. I had also apprised you that while the equity shares were duly transferred, the transfer of CCDs could not be completed at that time due to a technical issue with the ISIN maintained by the RTA. The issue has now been resolved.

Accordingly, please find enclosed the intimation under Regulation 10(5) of the Securities and Exchange Board of India (SAST) Regulations, 2011 in the prescribed format, in respect of the proposed acquisition of 1,97,33,161 Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. (**CBSPL**) being the Promoter Company of V-Mart (Indirect Acquisition).

The details of the same are appended herein as **Annexure 1**.

The proposed acquisition is pursuant to an inter-se transfer of shares amongst qualifying persons as specified in Regulation of 10(1)(a)(i) of the Takeover Regulations.

This is for your information and records. Kindly acknowledge the receipt.

Thanking You,
Yours faithfully,

**LALIT
AGARWAL**
Lalit Agarwal
(Acquirer)

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LALIT AGARWAL
Date: 2025.12.03
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Enclosed: As above

CC: **Company Secretary / Compliance Officer**
V-Mart Retail Limited
610-611, Guru Ram Dass Nagar, Main Market,
Opp. SBI Bank, Laxmi Nagar,
New Delhi, Delhi, 110092

Format for Disclosure 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)	V-Mart Retail Limited NSE Scrip Code : VMART BSE Scrip Code: 534976
2.	Name of the Acquirer(s)	Mr. Lalit Agarwal
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, the nature of the relationship or association with the TC or its promoters	Mr. Lalit Agarwal is the promoter of TC
4.	Details of the proposed acquisition	In the proposed transaction, the Acquirer intends to indirectly acquire Compulsory Convertible Debentures including voting rights in TC. For the details please refer Annexure 2 .
	a. Name of the person(s) from whom shares are to be acquired	Madan Gopal Agarwal
	b. Proposed date of acquisition	On or after December 10, 2025
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Mr. Lalit Agarwal intends to acquire 13.91% of Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. which holds 37.74% in TC.
	d. Total shares to be acquired as % of share capital of TC	In the proposed Transaction the Acquirer intends to indirectly acquire Compulsory Convertible Debentures including voting rights in TC. For the details please refer Annexure 2
	e. Price at which shares are proposed to be acquired	NIL / Not Applicable Transfer of Compulsory Convertible Debentures by way of Gift, without consideration through off market transaction (Indirect Acquisition)
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares among immediate Relatives as envisaged in Regulation 10(1)(a)(i) of Takeover Regulations.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Exemption under Regulation 10(1)(a)(i) of Takeover 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.	Transfer of Compulsory Convertible Debentures by way of Gift, without consideration through off market transaction (Indirect Acquisition)

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.	Not applicable			
9.	<p>i) 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)</p> <p>ii) The aforesaid disclosures made during previous 3 years prior to date of proposed acquisition to be furnished.</p>	<p>The Acquirer hereby declares that the transferor and transferee have complied with, and will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.</p> <p>Details of disclosure made are given in the attached sheet as Annexure 3</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.	It is hereby declared that all the applicable conditions specified under Regulation 10(1)(a)(i) of Takeover Regulations with respect to the exemption have been 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 PAC(s) (other than sellers)				
	Lalit Agarwal (Acquirer)	9,41,288	1.19%	9,41,288	1.19%
	<u>PAC other than Sellers:</u>				
	Conquest Business Services Private Limited*	2,99,62,692	37.74%	2,99,62,692	37.74%
	Sellers				
	Mr. Madan Gopal Agarwal (Indirect Transfer)	41,67,812	5.25%	41,67,812	5.25%

*For details of Indirect Transfer refer **Annexure - 2**

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Date: 2025.12.03
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Lalit Agarwal
(Acquirer)

Indirect transfer of holding in the TC amongst the Promoter and immediate relatives thereof (Qualifying Persons)

Name of the Entity whose holdings are proposed to be transferred	No. of Equity Shares held in TC	% of Equity holding in TC
Conquest Business Service Pvt. Ltd. (Note 1 & Note 2)	2,99,62,692	37.74%

Note 1:

Current Equity Shareholding of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Equity Shares	% holding of CBSPL
Lalit Agarwal	70,998	71.00%
Sangeeta Lalit Agarwal	29,002	29.00%
Total	1,00,000	100.00%

Note 2

Proposed Transfer of Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Compulsory Convertible Debentures held Prior to Transfer	Pre % holding of CBSPL	No. of Compulsory Convertible Debentures held Post Transfer	Post % holding of CBSPL
Lalit Agarwal	8,10,02,204	57.09%	10,07,35,365	71.00%
Sangeeta Lalit Agarwal	4,11,48,995	29.00%	4,11,48,995	29.00%
Madan Gopal Agarwal	1,97,33,161	13.91%	-	-
Total	14,18,84,360	100.00%	14,18,84,360	100.00%

LALIT AGARWAL
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 LALIT AGARWAL
 Date: 2025.12.03
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Lalit Agarwal
 (Acquirer)

Compliance of Disclosure requirements under chapter V of the of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011			
Date of Reporting	Regulations	Nature of Compliance	Link of Disclosure Filed
21.06.2022	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfilings/AttachHis/F187CCA2_8570_43A7_BDCF_46A2B7813319_100703.pdf
29.06.2022	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/98E64877_CAB5_4464_951B_D95FB1AEE1E7_164653.pdf
29.06.2022	10(6)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/C7461E58_F5D5_422F_821B_4241C0239632_182151.pdf
14.08.2023	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfilings/AttachHis/BB1B268F_A034_4C85_B4C9_9057C5E16C80_174455.pdf
31.08.2023	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/5F94FE16_388E_45C8_A665_6AE14886DC8F_084323.pdf
22.09.2023	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfilings/AttachHis/0642CA0C_1CEF_461E_99D0_0011AD9030B1_182037.pdf
29.09.2023	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/DF4A8FB2_63DF_456B_A5D9_682DFACCA763_173716.pdf
29.09.2023	10(6)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/99E33B92_E216_4891_A1C2_7F2DDA2F582C_180510.pdf
20.06.2025	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://nsearchives.nseindia.com/corporate/team_sandeshc_23062025110831_SAST2.pdf
30.06.2025	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/9934F690_706A_4E88_8CB1_D862250FA2FB_170908.pdf
30.06.2025	29(2)	Disclosures in respect of the disposal of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/DF72084F_1D27_48BA_BD0B_295CFCC9F45D_163727.pdf
30.06.2025	10(6)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfilings/AttachHis/8EC4AEC3_DB98_4496_B298_E949D4616BC9_163829.pdf

Date: June 20, 2025

To: National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 NSE Scrip Code : VMART	To: BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code : 534976
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Subject: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") for proposed acquisition of shares

Dear Sirs,

Please find attached the intimation under Regulation 10(5) of the Securities and Exchange Board of India (SAST) Regulations, 2011 in the prescribed format, in respect of the proposed acquisition of the following shares :

- a) 13,908 Equity Shares and 1,97,33,161 Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. (**CBSPL**), being the Promoter Company of V-Mart (Indirect Acquisition).

The details of the same are appended herein as **Annexure 1**.

The proposed acquisition is pursuant to an inter-se transfer of shares amongst qualifying persons as specified in Regulation of 10(1)(a)(i) of the Takeover Regulations.

This is for your information and records. Kindly acknowledge the receipt.

Thanking You,

Yours faithfully,

LALIT
AGARWAL
Digitally signed by
LALIT AGARWAL
Date: 2025.06.20
20:06:02 +05'30'

Lalit Agarwal
(Acquirer)

Enclosed: As above

CC: **Company Secretary / Compliance Officer**
V-Mart Retail Limited
610-611, Guru Ram Dass Nagar, Main Market,
Opp. SBI Bank, Laxmi Nagar,
New Delhi, Delhi, 110092

Annexure-1**Format for Disclosure 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)		V-Mart Retail Limited NSE Scrip Code : VMART BSE Scrip Code: 534976
2.	Name of the Acquirer(s)		Mr. Lalit Agarwal
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, the nature of the relationship or association with the TC or its promoters		Mr. Lalit Agarwal is the promoter of TC
4.	Details of the proposed acquisition		In the proposed Transaction ,the Acquirer intends to indirectly acquire Equity Shares and Compulsory Convertible Debenture,s including voting rights in TC. For the details please refer Annexure 2.
	a.	Name of the person(s) from whom shares are to be acquired	1. Madan Gopal Agarwal
	b.	Proposed date of acquisition	On or after June 27, 2025
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	1. Mr. Lalit Agarwal intends to acquire Equity Shares and Voting Rights of the TC indirectly by acquiring additional 13.91% of Equity Shares of Conquest Business Service Pvt. Ltd. which holds 37.75% in TC. 2. Mr. Lalit Agarwal also intends to acquire additional 13.91% of Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. which holds 37.75% in TC.
	d.	Total shares to be acquired as % of share capital of TC	In the proposed Transaction the Acquirer intends to indirectly acquire Equity Shares and Compulsory Convertible Debentures including voting rights in TC. For the details please refer Annexure 2
	e.	Price at which shares are proposed to be acquired	NIL / Not Applicable <ul style="list-style-type: none">Transfer of Equity Shares and Compulsory Convertible Debentures by way of Gift, without consideration through off market transaction (Indirect Acquisition)

	f.	Rationale, if any, for the proposed transfer	Inter-se transfer of shares among immediate Relatives as envisaged in Regulation 10(1)(a)(i) of Takeover Regulations.			
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		Exemption under Regulation 10(1)(a)(i) of Takeover 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.		<ul style="list-style-type: none"> Transfer of Equity Shares and Compulsory Convertible Debentures by way of Gift, without consideration through off market transaction (Indirect Acquisition) 			
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.		Not applicable			
9.	i) 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) ii) The aforesaid disclosures made during previous 3 years prior to date of proposed acquisition to be furnished.		i) The Acquirer hereby declares that the transferor and transferee have complied with, and will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011. ii) Details of disclosure made are given in the attached sheet as Annexure 3			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		It is hereby declared that all the applicable conditions specified under Regulation 10(1)(a)(i) of Takeover Regulations with respect to the exemption have been 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)(*)					
	Lalit Agarwal (Acquirer)		12,77,275	6.43%	12,77,275	6.43%

	PAC other than Sellers:				
	1. Smiti Agarwal	1,67,379	0.84%	1,67,379	0.84%
	2. Hemant Agarwal HUF	Nil	Nil	Nil	Nil
	3. Conquest Business Services Private Limited \$	74,90,673	37.75%	74,90,673	37.75%
	Sellers				
	(Indirect Transfer by Mr. Madan Gopal Agarwal				

**The Company is issuing Bonus Shares in a 3:1 ratio, with June 23, 2025, as the record date. Based on the acquisition date on or after June 27, 2025, the number of shares will be adjusted accordingly*

*\$: For details of Indirect Transfer refer **Annexure - 2***

Annexure 2**Indirect transfer of holding in the TC amongst Promoter and immediate relatives thereof (Qualifying Persons)**

Name of the Entity whose holding are proposed to be transferred	No. of Equity Shares held in TC*	% of Equity holding in TC
Conquest Business Service Pvt. Ltd. (Note 1 & Note 2)	74,90,673	37.75%

Note 1**Proposed Transfer of Equity Shares of Conquest Business Service Pvt. Ltd. ("CBSPL")**

Name of Shareholders	No. of Equity Shares held Prior to Transfer	Pre % holding of CBSPL	No. of Equity Shares held Post Transfer	Post % holding of CBSPL
Lalit Agarwal	57,090	57.09%	70998	71.00%
Sangeet Lalit Agarwal	29,002	29.00%	29,002	29.00%
Madan Gopal Agarwal	13,908	13.91%	-	-
Total	1,00,000	100.00%	1,00,000	100.00%

Note 2**Proposed Transfer of Compulsory Convertible Debentures of Conquest Business Service Pvt. Ltd. ("CBSPL")**

Name of Shareholders	No. of Compulsory Convertible Debentures held Prior to Transfer	Pre % holding of CBSPL	No. of Compulsory Convertible Debentures held Post Transfer	Post % holding of CBSPL
Lalit Agarwal	8,10,02,204	57.09%	10,07,35,365	71.00%
Sangeet Lalit Agarwal	4,11,48,995	29.00%	4,11,48,995	29.00%
Madan Gopal Agarwal	1,97,33,161	13.91%	-	-
Total	14,18,84,360	100.00%	14,18,84,360	100.00%

Annexure 3

Compliance of Disclosure requirements under chapter V of the of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011			
Date of Reporting	Regulations	Nature of Compliance	Link of Disclosure Filed
21.06.2022	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfiling/AttachHis/F187CA2_8570_43A7_BDCF_46A2B7813319_100703.pdf
29.06.2022	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfiling/AttachHis/98E64877_CAB5_4464_951B_D95FB1AEE1E7_164653.pdf
29.06.2022	10(6)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfiling/AttachHis/C7461E58_F5D5_422F_821B_4241C0239632_182151.pdf
14.08.2023	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfiling/AttachHis/BB1B268F_A034_4C85_B4C9_9057C5E16C80_174455.pdf
31.08.2023	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfiling/AttachHis/5F94FE16_388E_45C8_A665_6AE14886DC8F_084323.pdf
22.09.2023	10(5)	Disclosures under Reg. 10(5) in respect of acquisition under Reg. 10(1)(a)	https://www.bseindia.com/xml-data/corpfiling/AttachHis/0642CA0C_1CEF_461E_99D0_0011AD9030B1_182037.pdf
29.09.2023	29(2)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfiling/AttachHis/DF4A8FB2_63DF_456B_A5D9_682DFACCA763_173716.pdf
29.09.2023	10(6)	Disclosures in respect of the acquisition of securities	https://www.bseindia.com/xml-data/corpfiling/AttachHis/99E33B92_E216_4891_A1C2_7F2DDA2F582C_180510.pdf

Date: 30th June, 2025

To: National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 NSE Scrip Code : VMART	To: BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code : 534976
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Subject: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Ma'am,

We enclose the captioned disclosure in the prescribed form under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of the acquisition of 13,908 Equity Shares of Conquest Business Service Pvt. Ltd. (CBSPL) being the Promoter Company of V-Mart Retail Limited by Mr. Lalit Agarwal in accordance with the Regulation of 10(1)(a)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Further, a Gift Deed was executed between Mr. Lalit Agarwal and Mr. Madan Gopal Agarwal on June 27, 2025, for the transfer of 13,908 equity shares and 1,97,33,161 Compulsorily Convertible Debentures (CCDs) of CBSPL. While the equity shares have been successfully transferred to me from Mr. Madan Gopal Agarwal, the CCDs could not be transferred due to a technical issue with ISIN No. maintained by RTA. The CCDs are required to be transferred to a new ISIN, and the necessary procedural formalities for this are expected to take approximately 15 days. The transfer of CCDs will be completed upon conclusion of this process. We will notify you in due course.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking You
Yours faithfully.

LALIT
AGARWAL

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LALIT AGARWAL
Date: 2025.06.30
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Lalit Agarwal

Encl: As above

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

Name of the Target Company (TC)	V-Mart Retail Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Lalit Agarwal		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited, and BSE Limited		
Details of the acquisition 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	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by 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
e) Total (a+b+c+d)	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
Details of acquisition			
a) Shares carrying voting rights acquired/ sold	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
b) VRs acquired /sold otherwise than by 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/sold	Nil	Nil	Nil
d) Shares encumbered / invoked/ released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
After the acquisition, holding of:			
a) Shares carrying voting rights	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive	Nil	Nil	Nil

shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)	Indirect- refer Annexure A	Indirect- refer Annexure A	Indirect- refer Annexure A
Mode of acquisition	Transfer of Equity Shares by way of Gift, without consideration through off market transaction		
Date of acquisition or date of receipt of intimation of allotment of shares, whichever is applicable	27-06-2025		
Equity share capital / total voting capital of the TC before the said acquisition / sale	7,93,73,804		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	7,93,73,804		
Total diluted share/voting capital of the TC after the said acquisition	7,93,73,804		

(*) 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.

LALIT

AGARWAL

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LALIT AGARWAL
Date: 2025.06.30
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Lalit Agarwal

Signature of the Acquirer

Place: Gurugram

Date: 30-06-2025

Annexure A

Indirect transfer of holding in the TC amongst Promoter and immediate relatives thereof (Qualifying Persons)

Name of the Entity whose holding are proposed to be transferred	No. of Equity Shares held in TC	% of Equity holding in TC
Conquest Business Service Pvt. Ltd. (Note 1)	2,99,62,692	37.75%

Note 1

Proposed Transfer of Equity Shares of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Equity Shares held Prior to Transfer	Pre % holding of CBSPL	No. of Equity Shares held Post Transfer	Post % holding of CBSPL
Lalit Agarwal	57,090	57.09%	70,998	71.00%
Sangeeta Lalit Agarwal	29,002	29.00%	29,002	29.00%
Madan Gopal Agarwal	13,908	13.91%	-	-
Total	1,00,000	100.00%	1,00,000	100.00%

Date: 30th June, 2025

To: National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051 NSE Scrip Code : VMART	To: BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code : 534976
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Subject: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) for acquisition of shares

Dear Sirs,

Please find attached the disclosure under Regulation 10(6) of the Securities and Exchange Board of India (SAST) Regulations, 2011 in the prescribed format, in respect of the acquisition of 13,908 Equity Shares of Conquest Business Service Pvt. Ltd. (**CBSPL**) being the Promoter Company of V-Mart (Indirect Acquisition).

Further, a Gift Deed was executed between Mr. Lalit Agarwal and Mr. Madan Gopal Agarwal on June 27, 2025, for the transfer of 13,908 equity shares and 1,97,33,161 Compulsorily Convertible Debentures (CCDs) of CBSPL. While the equity shares have been successfully transferred to me from Mr. Madan Gopal Agarwal, the CCDs could not be transferred due to a technical issue with ISIN No. maintained by RTA. The CCDs are required to be transferred to a new ISIN, and the necessary procedural formalities for this are expected to take approximately 15 days. The transfer of CCDs will be completed upon conclusion of this process. We will notify you in due course.

The details of the same are appended herein as **Annexure 1**.

The acquisition is pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation of 10(1)(a)(i) of Takeover Regulations.

This is for your information and records. Kindly acknowledge the receipt.

Thanking You,
Yours faithfully,

LALIT
AGARWAL

Digitally signed by
LALIT AGARWAL
Date: 2025.06.30
18:25:21 +05'30'

Lalit Agarwal
(Acquirer)

Enclosed: As above

CC: **Company Secretary / Compliance Officer**
V-Mart Retail Limited
610-611, Guru Ram Dass Nagar, Main Market,
Opp. SBI Bank, Laxmi Nagar,
New Delhi, Delhi, 110092

Annexure-1**Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	V-Mart Retail Limited NSE Scrip Code : VMART BSE Scrip Code : 534976			
2.	Name of the acquirer(s)	Mr. Lalit Agarwal			
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited, and BSE Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	The Acquirer had Indirectly acquired Equity Shares including voting rights in TC as per details mentioned in Annexure A .			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Inter-se transfer of shares among immediate Relatives as envisaged in Regulation 10(1)(a)(i) of Takeover Regulations.			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes, the disclosure was made within the timeline specified. The same was submitted to exchanges on June 20, 2025.			
7.	A. Details of acquisition - Indirect	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
		Refer - Annexure A		Yes	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a Each Acquirer / Transferee(*)				
	Lalit Agarwal	Indirect Refer - Annexure A		Indirect Refer - Annexure A	
	b Each Seller / Transferor				
	Madan Gopal Agarwal	Indirect Refer - Annexure A		Indirect Refer - Annexure A	

Annexure A

Indirect transfer of holding in the TC amongst Promoter and immediate relatives thereof (Qualifying Persons)

Name of the Entity whose holding are proposed to be transferred	No. of Equity Shares held in TC	% of Equity holding in TC
Conquest Business Service Pvt. Ltd. (Note 1)	2,99,62,692	37.75%

Note 1

Proposed Transfer of Equity Shares of Conquest Business Service Pvt. Ltd. ("CBSPL")

Name of Shareholders	No. of Equity Shares held Prior to Transfer	Pre % holding of CBSPL	No. of Equity Shares held Post Transfer	Post % holding of CBSPL
Lalit Agarwal	57,090	57.09%	70998	71.00%
Sangeeta Lalit Agarwal	29,002	29.00%	29,002	29.00%
Madan Gopal Agarwal	13,908	13.91%	-	-
Total	1,00,000	100.00%	1,00,000	100.00%