

Date: 22 Aug 2025

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| To,<br><br><b>The Department of Corporate Services, Listing Department<br/>BSE Limited</b><br>Phiroze Jeejeebhoy Towers, Dalal Street,<br>Mumbai – 400001<br><b>Email:</b> corp.relations@bseindia.com | To,<br><br><b>The Listing Department<br/>National Stock Exchange India Limited</b><br>Exchange Plaza, Bandra Kurla Complex<br>Bandra (E), Mumbai-400051<br><b>Email:</b> takeover@nse.co.in |
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Dear Sir/ Ma'am,

**Subject:** Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for the disposal/transfer of equity shares of Sheela Foam Limited, by way of gift.

**Reference:** Target Company [Sheela Foam Limited (CIN: L74899MH1971PLC427835)], ISIN INE916U01025, BSE Scrip Code: 540203, NSE Symbol: SFL.

I, Tushaar Gautam, Promoter of Sheela Foam Limited ("**Company**"), resident of E-3, Asola Homes, Near Raj Vidya Kender, Fatehpur Beri, South Delhi, Delhi-110074, India, hereby submit the disclosure under Regulation 29(2) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**"), for **Disposal/Transfer** of 3,20,24,508 (Three Crore Twenty Lakh Twenty-Four Thousand Five Hundred and Eight) equity shares of the Company, by way of inter-se transfer amongst the qualifying persons being immediate relatives, by way of gift through Off-Market Transaction, in the following manner:

| <b>Date of Transfer</b>                         | <b>Name of the Transferor/ Donor</b>            | <b>Name of the Transferees/ Donees</b>                               | <b>Relationship between Transferor/ Donor and Transferee/ Donee</b>   | <b>No. of Equity Shares transferred by way of Gift</b> | <b>Percentage of Equity Shares transferred by way of Gift</b> |
|-------------------------------------------------|-------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------------|
| 20 <sup>th</sup> / 21 <sup>st</sup> August 2025 | Mr. Tushaar Gautam<br>(Promoter of the Company) | Mrs. Avantika Singh<br>(Member of the Promoter Group of the Company) | Mrs. Avantika Singh (Donee) is the wife of Mr. Tushaar Gautam (Donor) | 21,74,120 equity shares                                | 2.00%                                                         |
| 20 <sup>th</sup> / 21 <sup>st</sup> August 2025 | Mr. Tushaar Gautam<br>(Promoter of the Company) | Mr. Rahul Gautam<br>(Promoter of the Company)                        | Mr. Rahul Gautam (Donee) is the father of Mr. Tushaar Gautam (Donor)  | 2,98,50,388 equity shares                              | 27.46%                                                        |

Please note that the aforementioned transfer, being an inter-se transfer amongst the qualifying persons being immediate relatives, falls within the exemption provided under Regulation 10(1)(a)(i) of the Takeover Regulations.

In this connection, necessary disclosure under Regulation 29(2) of the Takeover Regulations in the prescribed format, is enclosed herewith for your information and records.

Thanking You,



**Tushaar Gautam**  
**Transferor/ Donor/ Promoter**

**Date:** 22 Aug 2025

**Place:** New Delhi

**Encl.:** Disclosure under Regulation 29(2) of the Takeover Regulations

**CC**

To,

The Company Secretary

Sheela Foam Limited

**Regd. Office:** 1002 to 1006, The Avenue International Airport Road,  
Opp Hotel Leela Sahar, Marol Naka, Mumbai, Maharashtra - 400059, India

**Email:** investorrelation@sheelafoam.com

**Format for disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                                                     |                                                                                                                                                                                                                                                    |                                                                     |                                                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                                     | Sheela Foam Limited<br><b>BSE Scrip Code:</b> Scrip code: 540203<br><b>NSE Symbol:</b> SFL                                                                                                                                                         |                                                                     |                                                                   |
| Name(s) of the transferor and Persons Acting in Concert (PAC) with the transferor.                                                                                                                  | <b>Name of Transferor</b> - Mr. Tushaar Gautam<br><b>Name of PACs with the Transferor</b> –<br>i. Mr. Rahul Gautam<br>ii. Mrs. Namita Gautam<br>iii. Mrs. Avantika Singh (being wife of Mr. Tushaar Gautam)<br>iv. Rangoli Resorts Private Limited |                                                                     |                                                                   |
| Whether the transferor belongs to Promoter/Promoter Group                                                                                                                                           | Yes (Promoter)                                                                                                                                                                                                                                     |                                                                     |                                                                   |
| Name(s) of the Stock Exchange(s) where the shares of TC are listed                                                                                                                                  | BSE Limited<br>National Stock Exchange of India Limited                                                                                                                                                                                            |                                                                     |                                                                   |
| <b>Details of the acquisition/ disposal as follows:</b>                                                                                                                                             | <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 disposal under consideration, holding of transferor:</b>                                                                                                                              |                                                                                                                                                                                                                                                    |                                                                     |                                                                   |
| a) Shares carrying voting rights                                                                                                                                                                    | 3,41,98,628                                                                                                                                                                                                                                        | 31.46%                                                              | 31.46%                                                            |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                             | -                                                                                                                                                                                                                                                  | -                                                                   | -                                                                 |
| c) Voting rights (VR) otherwise than by equity shares                                                                                                                                               | -                                                                                                                                                                                                                                                  | -                                                                   | -                                                                 |
| 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)                            | -                                                                                                                                                                                                                                                  | -                                                                   | -                                                                 |
| e) <b>Total (a+b+c+d)</b>                                                                                                                                                                           | <b>3,41,98,628</b>                                                                                                                                                                                                                                 | <b>31.46%</b>                                                       | <b>31.46%</b>                                                     |
| <b>Details of disposal/transfer</b>                                                                                                                                                                 |                                                                                                                                                                                                                                                    |                                                                     |                                                                   |
| a) Shares carrying voting rights <del>acquired</del> / sold                                                                                                                                         | 3,20,24,508                                                                                                                                                                                                                                        | 29.46%                                                              | 29.46%                                                            |
| b) VRs <del>acquired</del> /sold otherwise than by equity shares                                                                                                                                    | -                                                                                                                                                                                                                                                  | -                                                                   | -                                                                 |
| 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) <del>acquired</del> / sold | -                                                                                                                                                                                                                                                  | -                                                                   |                                                                   |

|                                                                                                                                                                          |                                                                                                                                                                                                 |               |               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| d) Shares encumbered/invoked/released by the acquirer                                                                                                                    | -                                                                                                                                                                                               | -             | -             |
| e) <b>Total (a+b+c+d)</b>                                                                                                                                                | <b>3,20,24,508</b>                                                                                                                                                                              | <b>29.46%</b> | <b>29.46%</b> |
| <b>After the <del>acquisition</del>/ disposal/transfer, holding of transferor:</b>                                                                                       |                                                                                                                                                                                                 |               |               |
| a) Shares carrying voting rights                                                                                                                                         | 21,74,120                                                                                                                                                                                       | 2.00%         | 2.00%         |
| b) Shares encumbered with the acquirer                                                                                                                                   | -                                                                                                                                                                                               | -             | -             |
| c) VRs otherwise than by shares                                                                                                                                          |                                                                                                                                                                                                 |               |               |
| 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) | -                                                                                                                                                                                               | -             | -             |
| e) <b>Total (a+b+c+d)</b>                                                                                                                                                | <b>21,74,120</b>                                                                                                                                                                                | <b>2.00%</b>  | <b>2.00%</b>  |
| Mode of <del>acquisition</del> /transfer (e.g. open market/ off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)                   | Off-Market inter-se transfer amongst the qualifying persons being immediate relatives, by way of gift, without any consideration, covered under Regulation 10(1)(a)(i) of Takeover Regulations. |               |               |
| Date of <del>acquisition</del> / transfer of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable                                 | Date of Transfer: 20 <sup>th</sup> /21 <sup>st</sup> Aug 2025                                                                                                                                   |               |               |
| Equity share capital/ total voting capital of the TC before the said <del>acquisition</del> / transfer                                                                   | Rs. 54,35,29,980/- divided into 10,87,05,996 equity shares of Rs. 5/- each.                                                                                                                     |               |               |
| Equity share capital/ total voting capital of the TC after the said <del>acquisition</del> / transfer                                                                    | Rs. 54,35,29,980/- divided into 10,87,05,996 equity shares of Rs. 5/- each.                                                                                                                     |               |               |
| Total diluted share/voting capital of the TC after the said <del>acquisition</del> / transfer                                                                            | Rs. 54,35,29,980/- divided into 10,87,05,996 equity shares of Rs. 5/- each.                                                                                                                     |               |               |



**Tushaar Gautam**  
**Transferor/ Donor/ Promoter**

**Date: 22 Aug 2025**  
**Place: New Delhi**