

HUSSAIN ABBAS RASSAI

Flat No. 501, Gulistan, Plot No. 144, S.V. Road, Khar (West), MUMBAI- 400 052
March 31, 2020

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001, India
Dear Sir/Madam,

Sub: Disclosure of change in shareholding under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI Takeover Regulations)

This is with reference to the Open Offer by promoters of Vyapar Industries Limited Mr.Hussain Abbas Rassai, Mr.Akil Abbas Rassai and Mr.Abbas Abdulkarim Rassai (“**Acquirers**”) who have made a delisting offer of 15,33,012 equity shares of face value Rs. 10/- each through Stock Exchange pursuant to Tender-Offers under Delisting to facilitate tendering of shares by the shareholders and settlement of the same, through the stock exchange mechanism.

Open offer Bid Opening Date March 12, 2020 and Bid closing Date March 18, 2020. In this regard, we wish to inform you that I have acquired in aggregate 3,45,992 Equity Shares of the Company in this open offer.

In compliance with Regulation 29(2) of the SEBI Takeover Resolutions, I hereby notifying the information regarding the above purchase of shares made by me, Hussain Abbas Rassai, one of the Promoters of the Target Company, hereby submit that the consequent to the Open Offer for Delisting by us promoters of the Target Company Vyapar Industries Ltd. my voting rights in percentage terms have increased from **36.22% to 41.86 %** of the total paid up capital post OFS.

Pursuant to the regulation 29(2) of the SEBI (SAST) Regulations, 2011, (“Takeover Code”), I am required to file a report with the stock exchanges where the shares of the Target Company are currently listed. I enclose herewith a report required to be filed under regulation 29(2) of the Takeover Code.

I request you to kindly take the above submissions and disclosures enclosed herewith on records and oblige. I also request you to kindly disseminate the information submitted through this disclosure to the public.

In case of any clarifications that you may require, kindly contact the undersigned on hrassai@gmail.com

Your Truly,

Sd/-

Hussain Rassai

Format for disclosures under Regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
1. Name of the Company (TC)	VYAPAR INDUSTRIES LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HUSSAIN ABBAS RASSAI		
3. Whether the acquirer belongs to Promoter/Promoter group	YES		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
5. Details of the acquisition/disposal/holding of shares/voting rights/holding of the Acquirer and PAC	<i>Number</i>	<i>% w.r.t. total share/voting capital wherever applicable</i>	<i>% w.r.t. total diluted share/ voting capital of the TC(*)</i>
<u>Before the acquisition/disposal under consideration, holding of:</u>			
(a) Shares carrying voting rights	2220986	36.2196%	36.2196%
(b) Shares in the nature of encumbrance	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
TOTAL (a+b+c+d)	2220986	36.2196%	36.2196%
<u>Details of acquisition/sale</u>			
(a) Shares carrying voting rights acquired/sold	3,45,992	05.6424%	05.6424%
(b) VRs acquired/sold otherwise than by shares	N.A.	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	N.A.	N.A.	N.A.
(d) Shares encumbered / invoked/released by the acquirer	N.A.	N.A.	N.A.
TOTAL (a+b+c+d)	3,45,992	05.6424%	05.6424%
<u>After the acquisition/sale, holding of:</u>			
(a) Shares carrying voting rights	2566978	41.8620%	41.8620%
(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 shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
TOTAL (a+b+c+d)	2566978	41.8620%	41.8620%
6. Mode of acquisition/sale (e.g. open market/off-market/public issue/rights issue /preferential allotment/inter-se transfer etc).	Open Offer for Delisting by Promoters of Target Company through the Stock Exchange Mechanism.		
7. Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	3,45,992 Equity Shares have been acquired in Promoters Open Offer for Delisting through Stock Exchange Mechanism and Settlement procedure for the same was completed on March 31, 2020. The same has been take as <u>deemed date of increase in voting rights</u>		

8. Equity share capital/total voting capital of the TC before the said acquisition/sale	6132000 Equity Shares of face value Rs. 10/- each.
9. Equity share capital/total voting capital of the TC after the said acquisition/sale	6132000 Equity Shares of face value Rs. 10/- each
10. Total diluted share/voting capital of the TC after the said acquisition/sale	6132000 Equity Shares of face value Rs. 10/- each

Sd/-

Hussain Abbas Rassai

Place : Mumbai

Date : March 31, 2020

Copy to Vyapar Industries Limited