

UNITED FRIENDS VENTURES LLP
(LLPIN: ACL-1652)

Date: December 16, 2025

To,
The Corporate Compliance Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block-G, Bandra-Kurla
Complex, Bandra (E) Mumbai – 400051

Dear Sir/Ma'am,

SUB: DISCLOSURE UNDER REGULATION 29(2) OF THE SECURITIES EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVER) REGULATIONS, 2011.

REF: MAGSON RETAIL AND DISTRIBUTION LIMITED (SYMBOL: MAGSON)

This is in line with the requirement under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, I, **Rajesh Emmanuel Francis Designated Partner of United Friends Ventures LLP** which is part of Promoters Group of **Magson Retail and Distribution Limited ("the Company")**, hereby submitting the disclosure as required in the aforesaid regulation in the specified format of SEBI with regard to Allotment of 1,38,000 Equity Shares of face value of Rs. 10/- each of Magson Retail and Distribution Limited on **December 13, 2025** through conversion of Convertible Equity Warrants allotted in pursuant to preferential allotment.

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

Thanking You,

For United Friends Ventures LLP


Rajesh Emmanuel Francis
Designated Partner
DPIN: 08299619
Promoters Group



Place: Ahmedabad

CC: Company Secretary and Compliance Officer
M/s. Magson Retail and Distribution Limited
Reg Off: Office No. 506, Akshar Square,
Near Page One Hotel, Sandesh Press Road, Vastrapur,
Bodakdev, Ahmedabad-380054, Gujarat, India
Email ID: cs@magson.in

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

1.	Name of the Target Company (TC)	Magson Retail and Distribution Limited CIN: L74999GJ2018PLC105533		
2.	Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller	Allottee: 1. United Friends Ventures LLP Person Acting in Concert (PAC): Angel Rajesh Francis Manish Shivnarayan Pancholi Rajesh Emmanuel Francis Maheshbhai Naranbhai Patel Jennifer Rajesh Francis Pareshbhai Kalidas Shah Mann Manish Pancholi Nidhi Manish Pancholi Seemaben Jitendra Choudhry Nirav Jitendra Choudhry Joitaram S Patel Mitulkumar Dashrathbhai Patel Tarun Mahendrabhai Korla Chintankumar Dashrathbhai Patel Rajendra Pratap Maganlal Shraddha Tejash Shah Jay Nitinbhai Patel Maheshkumar Nathusing Lodha Jitendra Choudhry Janushi Nirav Choudhry Saumil Pareshbhai Shah Rekha Tarunbhai Korla Ashwin Ratilal Thummar Yogeshkumar Natvarlal Pethani Anil Natvarlal Pethani Rakesh Kumar Thummar Ranjan Nitinbhai Patel		
3.	Whether the allottee belongs to Promoter/Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited (NSE Emerge)		
5.	Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)

Registered Office: Shop No 02, Anand Hari Tower, Opp. Chanakya Tower, B/h Vastrapur Gam, Bodakdev, Ahmedabad, Gujarat, India, 380054

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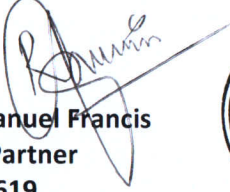
6.	Before the acquisition/ disposal under consideration, holding of: a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Please refer Annexure – A		
	Total (a+b+c+d)	-	-	-
7.	Details of acquisition/sale a) Shares carrying voting rights acquired/ sold b) VRs acquired / sold otherwise than by 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) acquired/sold d) Shares encumbered / invoked/released by the acquirer	Please refer Annexure – A		
	Total (a+b+c+d)	-	-	-
8.	After the acquisition/sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer b) VRs otherwise than by 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) after acquisition.	Please refer Annexure – A		
	Total (a+b+c+d)	-	-	-
9.	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue/ preferential allotment / inter-se transfer etc).	Preferential Allotment (Allotment of 138000 Equity Shares of face value of Rs. 10/- each by way of Conversion of Warrants into the Equity Shares of the Company).		
10.	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 13, 2025		

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11.	Equity shares capital / total voting capital of the TC before the said acquisition / sale	Rs. 10,23,52,080/- divided into 1,02,35,208 Equity Shares of Rs. 10/- each.
12.	Equity shares capital/ total voting capital of the TC after the said acquisition / sale	Rs. 11,37,47,080/- divided into 1,13,74,708 Equity Shares of Rs. 10/- each.
13.	* Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 18,45,00,000/- divided into 1,84,50,000 Equity Shares of Rs. 10/- each.

(*) 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.

For United Friends Ventures LLP


Rajesh Emmanuel Francis
Designated Partner
DPIN: 08299619
Promoters Group



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Place: Ahmedabad

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Annexure – A

DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

DETAILS OF DISPOSAL OF EQUITY SHARES

Name of Seller and PAC	Pre- holding on fully diluted basis			Shares Allotted	Post-Holding on fully diluted basis		
	No of Equity Shares Carrying voting rights	No. of Convertible Warrants	% w.r.t. total share capital of TC on fully diluted basis		No of Shares/ Voting Rights on fully diluted basis	No. of Convertible Warrants	% w.r.t. total share capital of TC on fully diluted basis
United Friends Ventures LLP	13,18,208	36,50,000	24.80	1,38,000	14,56,208	32,56,792	24.80
Angel Rajesh Francis	NIL	8,50,000	4.61	NIL	NIL	8,50,000	4.61
Manish Shivnarayan Pancholi	8,37,100	NIL	4.54	NIL	8,37,100	NIL	4.54
Rajesh Emmanuel Francis	8,37,100	NIL	4.54	NIL	8,37,100	NIL	4.54
Maheshbhai Naranbhai Patel	3,57,850	NIL	1.94	NIL	3,57,850	NIL	1.94
Jennifer Rajesh Francis	4,95,000	NIL	2.68	NIL	4,95,000	NIL	2.68
Maheshkumar Nathusing Lodha	750	NIL	0.00	NIL	750	NIL	0.00

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Mann Manish Pancholi	2,47,500	NIL	1.34	NIL	2,47,500	NIL	1.34
Nidhi Manish Pancholi	1,13,500	NIL	0.62	NIL	1,13,500	NIL	0.62
Seemaben Jitendra Choudhry	2,19,450	NIL	1.19	NIL	2,19,450	NIL	1.19
Nirav Jitendra Choudhry	2,19,450	NIL	1.19	NIL	2,19,450	NIL	1.19
Joitaram S Patel	750	NIL	0.00	NIL	750	NIL	0.00
Chintankumar Dashrathbhai Patel	750	NIL	0.00	NIL	750	NIL	0.00
Mitulkumar Dashrathbhai Patel	750	NIL	0.00	NIL	750	NIL	0.00
Tarun Mahendrabhai Koria	1,29,800	NIL	0.70	NIL	1,29,800	NIL	0.70
Pareshbhai Kalidas Shah	150	NIL	0.00	NIL	150	NIL	0.00
Rajendra Pratap Maganlal	95,700	NIL	0.52	NIL	95,700	NIL	0.52
Shraddha Tejash Shah	2,26,500	NIL	1.23	NIL	2,26,500	NIL	1.23
Jay Nitinbhai Patel	69,850	NIL	0.38	NIL	69,850	NIL	0.38
Jitendra Choudhry	55,000	NIL	0.30	NIL	55,000	NIL	0.30
Janushi Nirav Choudhry	55,000	NIL	0.30	NIL	55,000	NIL	0.30

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Saumil Pareshbhai Shah	55,000	NIL	0.30	NIL	55,000	NIL	0.30
Rekha Tarunbhai Koria	45,100	NIL	0.24	NIL	45,100	NIL	0.24
Ashwin Ratilal Thummar	42,900	NIL	0.23	NIL	42,900	NIL	0.23
Yogeshkumar Natvarlal Pethani	42,900	NIL	0.23	NIL	42,900	NIL	0.23
Anil Natvarlal Pethani	42,900	NIL	0.23	NIL	42,900	NIL	0.23
Rakesh Kumar Thummar	42,900	NIL	0.23	NIL	42,900	NIL	0.23
Ranjan Nitinbhai Patel	36,850	NIL	0.20	NIL	36,850	NIL	0.20
Total	55,88,708	41,06,792	52.55	1,38,000	57,26,708	39,68,792	52.55

For United Friends Ventures LLP



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