

HARSH MOHAN GUPTA

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24th September, 2024

The Department of Corporate Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001 Scrip: 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: ROSSELLIND	Rossell India Limited Jindal Towers, Block - "B", 4 th Floor, 21/1A/3, Darga Road Kolkata – 700 017
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Dear Sirs,

Sub: Submission of Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In terms of the provisions of Regulations 29(2) and 29 (3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I on behalf of Promoter Group/Person Acting in Concert (PAC) enclose the disclosure in respect of the acquisitions of Equity Shares of Rossell India Limited by PAC, pursuant to the Scheme of Amalgamation between BMG Enterprises Limited (Transferor Company) and Rossell India Limited (Transferee Company) approved and sanction by the Hon'ble National Company Law Tribunal, Kolkata Bench Order dated 2nd August, 2024.

You are requested to kindly take the above information on your records.

Yours faithfully,

On behalf of Promoter Group/Person Acting in Concert

HARSH MOHAN GUPTA

Encl.: As above

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

Name of the Target Company (TC)	ROSSELL INDIA LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Harsh Mohan Gupta - Acquirer Rishab Mohan Gupta - Acquirer Vinita Gupta - Acquirer Samara Gupta - Acquirer Harsh Mohan Gupta & Son HUF - Acquirer Harvin Estates Private Limited - Acquirer BMG Investments Private Limited - Acquirer		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
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 / disposal 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			
- Harsh Mohan Gupta - Acquirer	18,77,751	4.98	4.98
- Rishab Mohan Gupta - Acquirer	7,69,203	2.04	2.04
- Vinita Gupta - Acquirer	6,93,670	1.84	1.84
- Samara Gupta - Acquirer	15,000	0.04	0.04
- Harsh Mohan Gupta & Son HUF - Acquirer	-	-	-
- Harvin Estates Private Limited - Acquirer	1,01,045	0.27	0.27
- BMG Investments Private Limited - Acquirer	9,769	0.03	0.03
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)	34,66,438	9.20	9.20
Details of acquisition/ sale (Note Below)			
a) Shares carrying voting rights			
- Harsh Mohan Gupta	1,30,10,362	34.51	34.51
- Rishab Mohan Gupta	58,93,395	15.63	15.63
- Vinita Gupta	29,46,965	7.82	7.82
- Samara Gupta	536	00.00	00.00
- Harsh Mohan Gupta & Son HUF	28,75,180	7.63	7.63
- Harvin Estates Private Limited	2,679	0.01	0.01
- BMG Investment Private Limited	2,678	0.01	0.01
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)	2,47,31,795	65.61	65.61
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
- Harsh Mohan Gupta	1,48,88,113	39.49	39.49
- Rishab Mohan Gupta	66,62,598	17.67	17.67
- Vinita Gupta	36,40,635	9.66	9.66
- Samara Gupta	15,536	0.04	0.04
- Harsh Mohan Gupta & Son HUF	28,75,180	7.63	7.63
- Harvin Estates Private Limited	1,03,724	0.28	0.28
- BMG Investment Private Limited	12,447	0.03	0.03
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
e) Total (a+b+c+d)	2,81,98,233	74.80	74.80
Mode of acquisition / sale / transmission gift (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	off-market (Acquire pursuant to the Scheme of Amalgamation sanctioned by the Hon'ble National Company Law Tribunal, Kolkata Bench order dated 2 nd August, 2024)		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	21/09/2024
Equity share capital / total voting capital of the TC before the said acquisition / sale—(Note Below)	Rs.7,53,92,950 (3,76,96,475 shares of Rs. 2 each)
Equity share capital/ total voting capital of the TC after the said acquisition / sale—(Note Below)	Rs.7,53,92,950 (3,76,96,475 shares of Rs. 2 each)
Total diluted share/voting capital of the TC after the said acquisition	Rs.7,53,92,950 (3,76,96,475 shares of Rs. 2 each)

Note: In terms of the Order passed by the Hon'ble National Company Law Tribunal, Kolkata Bench on 2nd August, 2024 for approval and sanction of the Scheme of Amalgamation between BMG Enterprises Limited ("Transferor Company") and Rossell India Limited ("Transferee Company" or "Target Company"), 2,47,31,795 Equity Shares of the Transferee Company held by Transferor Company were cancelled and in lieu thereof 2,47,31,795 fully paid up Equity Shares of Rs.2 each of the Transferee Company were allotted to the Equity Shareholders of the Transferor Company in proportion of their holding in the Transferor Company.

Accordingly, the total Equity Share Capital of the Target Company after the acquisition of the Shares remains the same as before the said acquisition of the Shares.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the LODR, 2015.

(**) 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.

Harsh Mohan Gupta

On behalf of Prompter Group/Person Acting in Concert

Place: New Delhi

Date: 24.09.2024