



**RATNAVEER**

Date: 27.09.2024

<b>To</b> National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra(East), Mumbai-400051	<b>To</b> BSE Limited Phiroze Jeejeebhoy Towers, 21 <sup>st</sup> Floor, Dalal Street, Mumbai-400001
NSE Scrip Symbol: RATNAVEER Kind Attn.: Listing Department	BSE Scrip Code: 543978 Kind Attn.: Corporate Relationship Department.

Dear Sir/Madam,

**Sub: Revised Intimation regarding receipt of In-principle approval from the Stock Exchanges for issue of 18,50,000 Compulsorily Convertible Preference Shares ("CCPS"), in place of existing 18,50,000 Redeemable Non-Convertible Preference Shares (RNCPS) of Rs. 10 each in the ratio of 1:1.**

In furtherance to our earlier intimation dated 25<sup>th</sup> September, 2024, with respect to granting of In-principle approval from BSE Limited vide letter No. **LOD/PREF/DA/FIP/987/2024-25** dated September 24, 2024 and National Stock Exchange of India Limited vide letter No. **NSE/LIST/42623** dated September 24, 2024, for issuance of 18,50,000 Compulsorily Convertible Preference Shares ("CCPS"), in place of existing 18,50,000 Redeemable Non-Convertible Preference Shares (RNCPS) to be converted into 1,24,772 Equity shares of Rs. 10/- each at a price of Rs. 148.27/- on or before 18 months from the date of issue and subject to lock in period, please note that we have received revised letter from BSE with revision in the heading as "In-principle approval for the 18,50,000 Compulsorily Convertible Preference Shares ("CCPS") convertible into 1,24,722 equity shares of Rs. 10/- each to be issued at a price not less than Rs. 148.27/- to Promoters on Preferential basis."

All other details in the BSE approval letter remains unchanged. However, there is no change in the NSE approval Letter.

Copies of the said approvals are enclosed at **ANNEXURE-B** and **ANNEXURE-C** respectively.

The information required under Regulation 30 read with Schedule III, Part A, Para B (12) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with **SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123** dated 13<sup>th</sup> July 2023 is enclosed at **ANNEXURE-A**.

Kindly take note of the same.

Yours Faithfully,

For, Ratnaveer Precision Engineering Limited  
(Formerly known as Ratnaveer Metals Limited)



Swati Sharda  
Company Secretary  
(Membership No. A31278)



**RATNAVEER PRECISION ENGINEERING LIMITED**  
(Formerly Known as RATNAVEER METALS LIMITED)  
Plant : E-77, G.I.D.C. Savli (Manjusr), Dist. Vadodara - 391776. (Gujarat) India.  
Office : 703 & 704, "Ocean", Vikram Sarabhai Campus, Vadi Wadi, Vadodara-390023.  
P : ☎ +91 2667 264594 / 264595      O : ☎ +91 - 84978 78075  
CIN : L27108GJ2002PLC040488      Web : www.ratnaveer.com  
EMAIL : [cs@ratnaveer.com](mailto:cs@ratnaveer.com)



**ANNEXURE-A**

The details as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are mentioned below:

Sr. No.	Particulars	Details
1	Name of the Regulatory or licensing authority	Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited
2	Brief particulars of approvals/license obtained/withdrawn/ surrendered	In Principle approval from Stock Exchanges for issue of 18,50,000 Compulsorily Convertible Preference Shares ("CCPS"), in place of existing 18,50,000 Redeemable Non-Convertible Preference Shares (RNCPS) to be converted into 1,24,772 Equity shares of Rs. 10/- each at a price of Rs. 148.27/- on or before 18 months from the date of issue and subject to lock in period.
3	Impact/ relevance of such approval to the listed entity	It will allow the Company to issue 18,50,000 Compulsorily Convertible Preference Shares ("CCPS"), in place of existing 18,50,000 Redeemable Non-Convertible Preference Shares (RNCPS) which will be converted into 1,24,772 Equity shares of Rs. 10/- each.
4	withdrawal/cancellation or suspension of licence/approval by the regulatory or licensing authority, with reasons for such action, estimated impact (monetary or otherwise) on the listed entity and penalty,	NA
5	period for which such approval/license is/was valid	The allotted CCPS holder shall have an option to converted into Equity shares within a period of 18 months. In case, the option of conversion is not exercised within the said period, the issued CCPS will compulsorily be converted into Equity Shares.
6	Subsequently, the listed entity shall inform the stock exchange(s), the actual impact (monetary or otherwise) along with corrective actions taken by the listed entity pursuant to the withdrawal, cancellation or suspension of the key license/approval	NA





# ANNEXURE B



LOD/PREF/DA/FIP/987/2024-25

“REVISED”

September 24, 2024

The Company Secretary,  
**Ratnaveer Precision Engineering Ltd.**  
Plot no. E-77, G.I.D.C, Savli (Manjusar), Vadodara, Gujarat, 391775

Dear Sir,

**Re: ‘In-principle’ approval under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

We refer to your application seeking our “In-principle approval for the 18,50,000 Compulsory Convertible Preference (CCP’s) convertible into 1,24,772 equity shares of Rs. 10/- each to be issued at a price not less than Rs. 148.27/- to promoters on a preferential basis.

The Exchange hereby grants its ‘in-principle’ approval for the aforesaid issue. This ‘in-principle’ approval should not be construed as our approval for listing of aforesaid security, and you are required to duly and separately comply with the requirements in respect thereof.

You are advised to ensure that the issue and allotment of securities is strictly in accordance with the provisions of the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 including the Rules, Regulations, Guidelines, etc. made there under, Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations) and the Listing Agreement signed with us. In addition, you shall also obtain such statutory and other approvals as are required for the purpose.

Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention to provisions of Chapter V of SEBI (ICDR) Regulations. In this regard,

- Company is advised to obtain an undertaking from the allottee(s) confirming that they shall not do intra-day trading in the scrip of the company or any sale in the scrip of the company till the allotment date of the security as required under SEBI (ICDR) Regulations.
- The company may note that the responsibility/onus is solely on the Issuer company to verify the above (a) and ensure compliance with applicable provisions including Regulation 167(6) of SEBI ICDR regulations, 2018.
- The company may also note that any non-compliances, if observed by the exchanges post the undertaking and verification by the Issuer company may impact the listing of such shares.

On allotment of securities pursuant to this ‘in principle’ approval you are required to make a listing application without delay, with applicable fees, in terms of Regulation 14 of the LODR Regulations and comply with the post issue formalities. Listing application and the checklist for post issue listing formalities can be downloaded from the link: <https://www.bseindia.com/static/about/downloads.aspx>. Further, it should be noted by Depositories and the Company that in case of allotment of Convertible Securities, there would be automatic release of excess lock-in period of Pre-Preferential Holding of allottees by Depositories in compliance with SEBI(ICDR) Regulations,2018 without requirement of any NOC by the Exchange.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023, “the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days** from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023.

The Exchange reserves its right to withdraw this ‘in-principle’ approval at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or if it contravenes any Rules, Bye-laws and Regulations of the Exchange, LODR Regulations, ICDR Regulations and Guidelines/ Regulations issued by any statutory authorities etc.

Yours faithfully,



Sabah Vaze  
Senior Manager



Divya Asawa  
Assistant Manager

**National Stock Exchange Of India Limited**

Ref: NSE/LIST/42623

September 24, 2024

The Company Secretary,  
Ratnaveer Precision Engineering Limited  
703&704, "Ocean", Vikram Sarabhai Campus  
Vadi Wadi, Vadodara, 390023

**Kind Attention: Ms. Swati Sharda**

Dear Madam,

**Sub: In - Principle approval under Regulation 28(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are in receipt of your application regarding In-principle approval in terms of Regulation 28(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for issue of 124772 Equity shares of Rs. 10/- each to be allotted on Preferential Basis pursuant to conversion of compulsorily convertible preference shares. In this regard, the Exchange is pleased to grant in-principle approval for the said issue subject to the Company fulfilling the following conditions:

1. Filing the listing application at the earliest from the date of allotment.
2. Receipt of statutory and other approvals and compliance of guidelines/regulations issued by the statutory authorities including SEBI, RBI, MCA, etc.
3. Compliance with all the applicable guidelines, regulations, directions of the Exchange or any statutory authorities as on the date of listing application.
4. Compliance of all conditions as per the SEBI (LODR) Regulations, 2015 as on date of listing, Companies Act, 1956 / Companies Act, 2013 and other applicable laws.
5. Submissions of documents as may be required by NSE and payment of applicable fees.

**Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention of provisions of Chapter V of SEBI (ICDR) Regulations. In this regard,**

- a) **Company is advised to obtain an undertaking from the allottee(s) confirming that they shall not do intra-day trading in the scrip of the company or any sale in the scrip of the company till the allotment date of the security as required under SEBI (ICDR) Regulations.**
- b) **The company may note that the responsibility/onus is solely on the Issuer company to verify the above (a) and ensure compliance with applicable provisions including Regulation 167(6) of SEBI ICDR regulations, 2018.**
- c) **The company may also note that any non-compliances, if observed by the exchanges post the undertaking and verification by the Issuer company may impact the listing of such shares.**

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“Kindly note, this Exchange letter should not be construed as approval under any other Act /Regulation/rule/bye laws (except as referred above) for which the Company may be required to obtain approval from other department(s) of the Exchange. The Company is requested to separately take up matter with the concerned departments for approval, if any.”

The Exchange reserves its right to withdraw its in-principle approval at a later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or in contravention of any Rules, Bye-laws and Regulations of the Exchange, SEBI (LODR) Regulations, 2015, Guidelines/ Regulations issued by statutory authorities, etc.

Yours faithfully,  
For National Stock Exchange of India Limited

Priya Iyer  
Senior Manager

Cc:  
National Securities Depository Limited  
4th Floor, Trade World  
Kamala Mills Compound  
Senapati Bapat Marg  
Lower Parel, Mumbai 400 013.

Central Depository Services Limited  
Marathon Futurex, A-Wing, 25th  
floor, N M Joshi Marg, Lower Parel,  
Mumbai 400 013

P.S. Checklist of all the further issues is available on website of the exchange at the following URL: <https://www.nseindia.com/companies-listing/raising-capital-further-issues-main-sme-checklist>

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Signer: PRIYA RANJITH IYER  
Date: Tue, Sep 24, 2024 18:43:46 IST  
Location: NSE