

HARSH MOHAN GUPTA

18, Ashok Avenue,
Westend Greens, Rajokari
Delhi 110038

Email Id: harshmohangupta7@gmail.com

26th 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
--	---

Dear Sirs,

Sub: Submission of Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In terms of the provisions of Regulations 10(6) 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 me along with PAC detailed below, pursuant to the Scheme of Amalgamation between BMG Enterprises Limited (Transferor Company) and Rossell India Limited (Transferee Company) approved and sanctioned by the Hon'ble National Company Law Tribunal, Kolkata Bench Order dated 2nd August, 2024.

Name(s) of the Acquirer and Persons Acting in Concert(PAC)	Whether the acquirer belongs to Promoter group	PAN of the acquirer and PACs
Harsh Mohan Gupta	Yes	
Rishab Mohan Gupta	Yes	
Vinita Gupta	Yes	
Samara Gupta	Yes	
Harsh Mohan Gupta & Son HUF	Yes	
Harvin Estates Private Limited	Yes	
BMG Investments Private Limited	Yes	

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

Yours faithfully,

For self and on behalf of other Promoter Group/Person Acting in Concert

HARSH MOHAN GUPTA
Digitally signed by
HARSH MOHAN GUPTA
Date: 2024.09.26
14:12:50 +05'30'

HARSH MOHAN GUPTA

Encl.: As above

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI(Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Rossell India Limited	
2.	Name of the acquirer(s)	<ul style="list-style-type: none"> - 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 	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited & National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>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.</p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, <ul style="list-style-type: none"> - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange. 	Not Applicable	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a Name of the transferor / seller	Not Applicable	Not Applicable

	b	Date of acquisition	Not Applicable		Not Applicable	
	c	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable		Not Applicable	
	d	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable		Not Applicable	
	e	Price at which shares are proposed to be acquired / actually acquired	Not Applicable		Not Applicable	
8.	Shareholding details (See Note given Below)		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Acquirers and Person Acting in Concert (/ Transferee(*))				
		- Harsh Mohan Gupta	18,77,751	4.98	1,48,88,113	39.49
		- Rishab Mohan Gupta	7,69,203	2.04	66,62,598	17.67
		- Vinita Gupta	6,93,670	1.84	36,40,635	9.66
		- Samara Gupta	15,000	0.04	15,536	0.04
		- Harsh Mohan Gupta & Son HUF	-	-	28,75,180	7.63
		- Harvin Estates Private Limited	1,01,045	0.27	1,03,724	0.28
		- BMG Investment Private Limited	9,769	0.03	12,447	0.03
		Total	34,66,438	9.20	2,81,98,233	74.80
	b	Each Seller / Transferor -BMG Enterprises Limited (See Note given Below)	2,47,31,795	65.61	NIL	NIL

Note: In terms of the final Order pronounced by the Hon'ble National Company Law Tribunal, Kolkata Bench on 2nd August, 2024 for approval and sanction of the Scheme of Amalgamation (Scheme) between BMG Enterprises Limited (Transferor Company) and Rossell India Limited (Transferee Company), the Transferor Company was amalgamated with the Transferee Company from effective date 13th August, 2024.

Further, in accordance with the clause 7.1 of the said Scheme, 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, in terms of Clause 6.1 of the Scheme.

HARSH MOHAN
GUPTA

Digitally signed by HARSH MOHAN
GUPTA
Date: 2024.09.26 14:13:37 +05'30'

Harsh Mohan Gupta

For self and on behalf of other Prompter Group/Person Acting in Concert

Place: New Delhi

Date: 26.09.2024