



# RAMA STEEL TUBES LTD.

Manufacturers & Exporters : ERW Steel Tubes (Black & Galvanised)

CIN : L27201DL1974PLC007114 | AN ISO 9001 : 2015 CO.

Regd. Office : B-5, 3rd Floor, Main Road, Ghazipur, New Delhi (India) - 110096

+ (91)-(11)-43446600

info@ramasteel.com

www.ramasteel.com

Date: December 10, 2024

To

The Manager – Listing National Stock Exchange of India Limited, Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai – 400 051 <b>Symbol: RAMASTEEL</b>	The Secretary BSE Limited, Corporate Relationship Dept., P. J. Towers, Dalal Street, Mumbai - 400 001. <b>Scrip Code: 539309</b>
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Dear Sir/Madam,

**Subject: Outcome of the Board Meeting held on December 10, 2024**

**Ref.: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

This is in continuation of our earlier announcement submitted to the exchange on December 5, 2024, we wish to inform you that the Board of Directors of the Company had considered and approved inter-alia the following matters in its meeting held today i.e. Tuesday, December 10, 2024.

**1. Approved acquisition of following company along with details are as under:**

- a. The Board has accorded its consent for subscription of 24.81% stake in M/s Bigwin Buildsys Coated Private Limited for an aggregate consideration of Rs. 7.51/- Crore, a Company established under the provisions of Companies Act, 2013 vide Corporate Identification Number U28999MH2019PTC335215 having its registered office at 201-2, S C plot no 183, T Anuradha 51 ST Road, Near Veer Savarkar Udyan, Borivali West, Mumbai City, Mumbai, Maharashtra, India- 400092 and consideration shall be made through by issuance of fresh equity shares of Rama Steel Tubes Limited subject to the approvals of statutory authority and shareholders of the company. The issuance of equity shares of Rama Steel Tubes Limited shall be in the form of preferential issue of shares and shall be in compliance with applicable provisions of SEBI (ICDR) Regulations, 2018.

The brief details of the said acquisition in accordance with SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is attached in the prescribed format as “Annexure - A”, the contents of which are self-explanatory.



- b. The Board consented for issuance of such number of equity shares of M/s Rama Steel Tubes Limited against acquisition of 24.81% stake in M/s Bigwin Buildsys Coated Private Limited by way of subscription of shares of Bigwin Buildsys Coated Private Limited through private placement and subject to such terms and conditions as may be determined by the Board of Directors of the Company and at a price of Rs 14/- per share as determined in accordance with the applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 and the same is subject to approval of shareholders of the Company through Extra Ordinary General Meeting of the Company and approval of applicable regulatory authorities as the case may be, in accordance with the SEBI (ICDR) Regulations and other applicable laws.

The details as required for issuance of Securities under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 with respect to issuance of securities is enclosed as **Annexure B** to this letter.

2. The Board also approved convening of an extraordinary general meeting of the Company on Saturday, January 4, 2025, inter-alia, to approve the above matters.
3. The Board has Appointed M/s. Arun Kumar Gupta & Associates, Company Secretaries, as the scrutinizer of the Company for this extraordinary general meeting.
4. The e-voting period commences on Wednesday, January 1, 2025 at 09:00 A.M. and ends on Friday, January 3, 2025 at 05:00 P.M.
5. During these period members of the Company holding shares either in physical form or in dematerialized form as on Saturday, December 28, 2024 (cut-off date for E-voting) may cast their vote through remote-e voting.

The meeting commenced at 11:00 a.m. and concluded at 01:45 p.m.

This will also be available on the website of the Company i.e., [www.ramasteel.com](http://www.ramasteel.com)

You are requested to take the above information on records.

Thanking You

Yours Faithfully,

For Rama Steel Tubes Limited



Arpit Suri

Company Secretary & Compliance Officer

Email: [investors@ramasteel.com](mailto:investors@ramasteel.com)



## Annexure A

The details as required under 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 13th July, 2023, are enclosed herewith as under:

### Acquisition of Stake

S. No.	Particular	Details
a.	Name of the target entity, details in brief such as size, turnover etc.;	<p>1. Name- M/s Bigwin Buildsys Coated Private Limited.</p> <p>2. Authorised Share Capital: Rs. 1,00,000/-</p> <p>3. Paid Up Share Capital: Rs. 1,00,000/-</p> <p>4. Turnover: Rs. 23.25/- Crore as on 31<sup>st</sup> March, 2024</p>
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	No
c.	Industry to which the entity being acquired belongs;	The Company is engaged in the business of pre-engineered steel building and Solar MMS Structures and also other business related or ancillary to such business.
d.	Objects and impacts of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Proposed Purchase of 24.81% stake in M/s Bigwin Buildsys Coated Private Limited by way of allotment of fresh shares. In result of this proposed transaction M/s Bigwin Buildsys Coated Private Limited will become Associate Company.



		The acquisition of the M/s Bigwin Buildsys Coated Private Limited as envisaged will help in diversification of business in the field of Green Energy Solutions specially in Solar Structures.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	Nil
f.	Indicative time period for completion of the acquisition;	Within 6 months.
g.	Nature of consideration - whether cash consideration or share swap and details of the same;	Consideration towards acquisition of 24.81% stake shall be made by issuance of fresh equity shares of M/s Rama Steel Tubes Limited by way of share swap.
h.	Cost of acquisition or the price at which the shares are acquired;	The total valuation of M/s Bigwin Buildsys Coated Private Limited as determined by Independent Valuer is Rs. 22.76/- Crore.
i.	Percentage of shareholding / control acquired and / or number of shares acquired;	24.81% Stake.
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<b>Line of Business:</b> The Company is engaged in the business of pre-engineered steel building and Solar MMS Structures and also other business related or ancillary to such business.
		<b>Date of incorporation:</b> 30/12/2019
		<b>Turnover of last 3 years:</b> FY 2021-22: Rs. 44.03/- Crore FY 2022-23: Rs. 28.87/- Crore FY 2023-24: Rs. 23.25/- Crore
		<b>Country in which the acquired entity has presence:</b> India

## Annexure B

The details as required under 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 13th July, 2023, are enclosed herewith as under:

### Issuance of Equity Shares

Sr. No.	Particulars	Details
a.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
b.	Type of Issuance	Preferential Issue
c.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Up to maximum number of 53,65,329 of equity shares.
d.	In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):	As per list attached  The Issue Price of the equity shares is Rs. 14/- per share determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
	i. Names of Investor(s)	
	ii. Post allotment of securities – outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	
	iii. In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable





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## LIST OF PROPOSED ALLOTTEE

S. No.	Name of The Allottee	Category	No. of Equity Shares Proposed to be Allotted	Post Preferential Percentage on Fully Diluted Basis
1.	M/s Bigwin Buildsys Coated Private Limited	Non-Promoter	53,65,329	0.34%

