



RAMCHANDRA LEASING & FINANCE LIMITED

To,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Date: 29.11.2024

Scrip Code: 538540

Symbol: RLFL

Dear Sir/Madam,

Subject: Announcement under Regulation 30 of SEBI (LODR), Regulations, 2015

In compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we wish to inform you that the Board of Directors of the Company at their meeting held today i.e.29.11.2024 at 04:00 P.M. took on record the Share Purchase Agreement (SPA) entered by Existing Promoters on November, 29, 2024 through which the entire existing Promoters and Promoter Group of the Company, (details of which are referred in Annexure-A) have agreed to sell/transfer their entire shareholding i.e. 5884500 fully paid-up equity shares of face value INR 1/- each representing 11.50% of the paid-up Equity Share Capital of the Company at a price of INR 1.50/- each per equity share along with complete control of management and affairs of the Company to Mr. Akhil Mittal and Ms. Pratika Sharma (hereinafter collectively referred to as “Acquirers”).

The Details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, with respect to the proposed SPA is enclosed as **Annexure B**.

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

Thanking you,
Yours Faithfully,

For Ramchandra Leasing & Finance Limited

Pradeep Saremal Jain
Whole Time Director
DIN: 03363790



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Annexure A
DETAILS OF PROMOTERS AND PROMOTER GROUP OF
RAMCHANDRA LEASING AND FINANCE LIMITED
SIGNING SHARE PURCHASE AGREEMENT

Sr. No.	Name	No. of Shares	% to Total
1.	Vijay B Patel	566000	1.11
2.	Mahesh B Patel	562000	1.10
3.	Jagdish P Patel	514500	1.01
4.	Jagruti P Patel	590000	1.15
5.	Kirti Patel	548000	1.07
6.	Kirti A Patel	470000	0.92
7.	Mitesh R Patel	545000	1.07
8.	Dipesh R Patel	1110000	2.17
9.	Haresh G Patel	579000	1.13
10.	Sanjay C Patel	400000	0.78
	Total	5884500	11.50



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Annexure B

The Details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:

Sr.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	Mr. Akhil Mittal and Ms. Pratika Sharma
2.	Purpose of entering into the agreement	Change in Control and Management
3.	Shareholding, if any, in the entity with whom the agreement is executed	Nil
4.	significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Nil
5	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No
6	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	Not Applicable
7	in case of issuance of shares to the parties, details of issue price, class of shares issued	Apart from SPA Proposed Acquirer will also issue 3 Crore Shares on Preferential Basis at a price of INR 2.26/- per share.
8	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc	Nil
9	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) Name of parties to the agreement; b) Nature of the agreement; c) Date of execution of the agreement; d) Details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable
10	Extent and the Nature of impact on management or control of the listed entity	Post Completion of Open Offer and Statutory Approval the Management Control of the Listed Company will be at hand of Proposed Acquirer and Both of them will be categorized



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		as Promoter of the Company
11	details and quantification of the restriction or liability imposed upon the listed entity	Nil
12	in case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): i. Name of parties to the agreement; ii. Nature of the agreement; iii. Date of execution of the agreement; iv. Details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); v. Reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	Not Applicable