

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

|   |  |   |  |
|---|--|---|--|
| Name of the Target Company (TC)   | Rajapalayam Mills Limited<br>(Scrip code – 532503; ISIN – INE296E01026)  |   |  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer : | <b>Promoter:</b><br>Shri. P.R. Venketrama Raja<br>Shri. P.V. Abinav Ramasubramaniam Raja<br><b>Promoter Group:</b><br>Smt. R. Sudarsanam<br>Smt. P.V. Nirmala Raju<br>Smt. P.V. Srisandhya<br>Smt. Ramachandra Raja Chittammal<br>Smt. Nalina Ramalakshmi<br>Smt. Saradha Deepa<br>The Ramco Cements Limited<br>Ramco Industries Limited<br>The Ramaraju Surgical Cotton Mills Limited<br>Sri Vishnu Shankar Mill Limited<br>Sandhya Spinning Mill Limited<br>Ramco Management Private Limited |   |  |
| 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  |   |  |
| Details of the acquisition as follows   | Number   | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <b>Before the acquisition under consideration, holding of :</b>                 |  |   |  |
| <b>a) Shares carrying voting rights</b>   | <b>39,33,020</b>   | <b>53.32%</b>   | <b>53.32%</b>  |
| <b>Promoter:</b>  |  |   |  |
| Shri. P.R. Venketrama Raja  | 14,66,080  | 19.88%  | 19.88%   |
| Shri. P.V. Abinav Ramasubramaniam Raja  | 19,51,952  | 26.46%  | 26.46%   |
| <b>Promoter Group:</b>  |  |   |  |
| Smt. R. Sudarsanam  | 63,760   | 0.86%   | 0.86%  |
| Smt. P.V. Nirmala Raju  | 13,920   | 0.19%   | 0.19%  |
| Smt. P.V. Srisandhya  | 16,560   | 0.22%   | 0.22%  |
| Smt. Ramachandra Raja Chittammal  | 82,628   | 1.12%   | 1.12%  |
| Smt. Nalina Ramalakshmi   | 6,720  | 0.09%   | 0.09%  |
| Smt. Saradha Deepa  | 10,960   | 0.15%   | 0.15%  |
| The Ramco Cements Limited   | 25,600   | 0.35%   | 0.35%  |
| Ramco Industries Limited  | 1,27,360   | 1.73%   | 1.73%  |
| The Ramaraju Surgical Cotton Mills Limited                                      | 1,35,200   | 1.83%   | 1.83%  |

|   |                  |               |               |
|---|------------------|---------------|---------------|
| Sri Vishnu Shankar Mill Limited   | 29,740           | 0.40%         | 0.40%         |
| Sandhya Spinning Mill Limited   | 500              | 0.01%         | 0.01%         |
| Ramco Management Private Limited  | 2,040            | 0.03%         | 0.03%         |
| b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)  | -                | -             | -             |
| c) Voting rights (VR) otherwise than by equity shares   | -                | -             | -             |
| 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)          | -                | -             | -             |
| e) Total (a+b+c+d)  | <b>39,33,020</b> | <b>53.32%</b> | <b>53.32%</b> |
| <b>Details of acquisition</b>   |                  |               |               |
| a) Shares carrying voting rights acquired   | <b>7,85,183</b>  | <b>9.12%</b>  | <b>9.12%</b>  |
| <b>Promoter:</b>  |                  |               |               |
| Shri. P.R. Venketrama Raja  | 3,70,746         | 4.31%         | 4.31%         |
| Shri. P.V. Abinav Ramasubramaniam Raja  | 3,25,325         | 3.78%         | 3.78%         |
| <b>Promoter Group:</b>  |                  |               |               |
| Smt. R. Sudarsanam  | 10,626           | 0.12%         | 0.12%         |
| Smt. P.V. Nirmala Raju  | 2,320            | 0.03%         | 0.03%         |
| Smt. P.V. Srisandhya  | 2,760            | 0.03%         | 0.03%         |
| Smt. Ramachandra Raja Chittammal  | 13,771           | 0.16%         | 0.16%         |
| Smt. Nalina Ramalakshmi   | 1,120            | 0.01%         | 0.01%         |
| Smt. Saradha Deepa  | 1,826            | 0.02%         | 0.02%         |
| The Ramco Cements Limited   | 7,550            | 0.09%         | 0.09%         |
| Ramco Industries Limited  | 21,227           | 0.25%         | 0.25%         |
| The Ramaraju Surgical Cotton Mills Limited  | 22,533           | 0.26%         | 0.26%         |
| Sri Vishnu Shankar Mill Limited   | 4,956            | 0.06%         | 0.06%         |
| Sandhya Spinning Mill Limited   | 83               | 0.00%         | 0.00%         |
| Ramco Management Private Limited  | 340              | 0.00%         | 0.00%         |
| b) VRs acquired /sold otherwise than by shares  | -                | -             | -             |
| 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 | -                | -             | -             |
| d) Shares encumbered / invoked/released by the acquirer.  | -                | -             | -             |
| e) Total (a+b+c+d)  | <b>7,85,183</b>  | <b>9.12%</b>  | <b>9.12%</b>  |
| <b>After the acquisition, holding of:</b>   |                  |               |               |
| a) Shares carrying voting rights  | <b>47,18,203</b> | <b>54.83%</b> | <b>54.83%</b> |
| <b>Promoter:</b>  |                  |               |               |
| Shri. P.R. Venketrama Raja  | 18,36,826        | 21.34%        | 21.34%        |
| Shri. P.V. Abinav Ramasubramaniam Raja  | 22,77,277        | 26.46%        | 26.46%        |

| <b>Promoter Group:</b>  |                  |               |               |
|---|------------------|---------------|---------------|
| Smt. R. Sudarsanam  | 74,386           | 0.86%         | 0.86%         |
| Smt. P.V. Nirmala Raju  | 16,240           | 0.19%         | 0.19%         |
| Smt. P.V. Srisandhya  | 19,320           | 0.22%         | 0.22%         |
| Smt. Ramachandra Raja Chittammal  | 96,399           | 1.12%         | 1.12%         |
| Smt. Nalina Ramalakshmi   | 7,840            | 0.09%         | 0.09%         |
| Smt. Saradha Deepa  | 12,786           | 0.15%         | 0.15%         |
| The Ramco Cements Limited   | 33,150           | 0.39%         | 0.39%         |
| Ramco Industries Limited  | 1,48,587         | 1.73%         | 1.73%         |
| The Ramaraju Surgical Cotton Mills Limited  | 1,57,733         | 1.83%         | 1.83%         |
| Sri Vishnu Shankar Mill Limited   | 34,696           | 0.40%         | 0.40%         |
| Sandhya Spinning Mill Limited   | 583              | 0.01%         | 0.01%         |
| Ramco Management Private Limited  | 2,380            | 0.03%         | 0.03%         |
| b) Shares encumbered with the acquirer<br>c) VRs otherwise than by shares<br>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 |                  |               |               |
| e) Total (a+b+c+d)  | <b>47,18,203</b> | <b>54.83%</b> | <b>54.83%</b> |

|   |              |
|---|--------------|
| Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.) | RIGHTS ISSUE |
| Date of acquisition of shares / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable  | 12-04-2021   |
| Equity share capital / total voting capital of the TC before the said acquisition   | 73,76,160    |
| Equity share capital/ total voting capital of the TC after the said acquisition   | 86,05,520    |
| Total diluted share/voting capital of the TC after the said acquisition   | 86,05,520    |

Place: Rajapalayam

Date: 13-04-2021

To

|   |
|---|
| 1. BSE Limited<br>Phiroze Jeejee Bhoy Towers<br>Dalal Street, Mumbai – 400 001.   |
| 2. Rajapalayam Mills Limited<br>Rajapalayam Mills Premises<br>Post Box No.1,<br>P A C Ramasamy Raja Salai<br>Rajapalayam – 626 117. |

*Market - 1/4*  
P.R. VENKETRAMA RAJA

(for and on behalf of Acquirers/Promoters  
and Promoter Group)