

SVG FASHIONS PRIVATE LIMITED

(A GOVERNMENT Recognised Export House)



Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328
Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,
A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709
E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



Date: 11.06.2022

To,

The Secretary BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Listing Department Exchange Plaza, 5 th Floor, Bandra-kurla Complex, Bandra (East), Mumbai - 400 051.
Company Script ID. : 530699	Company Symbol : RAJRILTD

Dear Sir,

Sub:Report under Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations)


Please note that in accordance with the Resolution Plan, submitted by SVG Fashions Private Limited ("Resolution Applicant/ RA") approved by National Company Law Tribunal, Ahmedabad Bench, ("NCLT"), vide its order dated October 5, 2021, under Section 31 of the Insolvency and Bankruptcy Code, 2016, Raj Rayon Industries Limited ("Raj Rayon") has on 10.06.2022, allotted:

- 52,35,00,000 equity shares of the face value of Re. 1/- (Rupee One only) each, fully paid up, to SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG as mentioned in Annexure - I, pursuant to preferential Allotment;
- 25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B to M/s SVG Fashions Private Limited ("Resolution Applicant"/"New Promoter") of Rs. 100/- each.

Pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "Takeover Regulations"), we make the necessary disclosure in the form specified therein.

Kindly take the same on your record and acknowledge receipt.

FOR SVG FASHIONS PRIVATE LIMITED


RAJKUMAR AGARWAL
MAMAGING DIRECTOR
DIN: 00395370



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ANNEXURE - I

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Raj Rayon Industries Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	SVG Fashions Private Limited (Acquirer) Rajwada Silk Mills LLP -(PAC) Binaykia Synthetics Ltd -(PAC) Deepak Synthetics Ltd -(PAC) Shri Satyanaryan Agarwal -(PAC) Shri Raj Kumar Agarwal -(PAC) Shri Sandiip Agarrwal -(PAC) Harshvardhan Rungta -(PAC) Smt Sapna Agarwal -(PAC) Smt Richa Agarwal -(PAC) Shri Yashovardhan Agarwal -(PAC)		
Whether the acquirer belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of: a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) e) Total (a+b+c+d)	NIL	NIL	NIL



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<p>Details of acquisition</p> <p>a) Shares carrying voting rights acquired/sold</p> <p>b) VRs acquired /sold otherwise than by shares</p> <p>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/sold *25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B to M/s SVG Fashions Private Limited ("Resolution Applicant"/"New Promoter") of Rs. 100/- each</p> <p>d) Shares encumbered / invoked/released by the acquirer</p> <p>e) Total (a+b+c+/-d)</p>	52,35,00,000	94.96%	60.11 %
	25,00,000	NA	28.70 %
	526000000	94.96%	88.81%
<p>After the acquisition, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by shares</p> <p>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 *25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B to M/s SVG Fashions Private Limited ("Resolution Applicant"/"New Promoter") of Rs. 100/- each</p> <p>e) Total (a+b+c+d)</p>	52,35,00,000	94.96%	60.11 %
	25,00,000	NA	28.70 %
	52,60,00,000	94.96%	88.81%
<p>Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p>	<p>In accordance with the Resolution Plan approved by the National Company Law Tribunal, Ahmedabad Bench (NCLT), Raj Rayon Industries Limited on 10.06.2022 allotted on preferential basis.</p>		



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Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	CCPS (B) will be unlisted. Equity Shares allotted upon conversion of CCPS (B) will be listed. Conversion at the option of the new promoter within 7 years from the date of allotment of CCPS(B) Each CCPS(B) shall be converted into 100 Equity Shares (of Face value Rupee 1)
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	10.06.2022
Equity share capital / total voting capital of the TC before the said acquisition	NIL
Equity share capital/ total voting capital of the TC after the said acquisition	94.96%
Total diluted share/voting capital of the TC after the said acquisition	88.81%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under as per regulation 31 of LODR .

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Note:

(a) This acquisition is pursuant to the Resolution Plan submitted by SVG Fashions Private Limited and approved by National Company Law Tribunal, Ahmedabad Bench (NCLT), under Section 31 of the Insolvency and Bankruptcy Code, 2016 and is exempt under Regulation 10(1)(da) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(b) In accordance with the resolution plan approved by NCLT and upon implementation thereof, SVG Fashions Private Limited along with PAC have acquired control of the Target Company w.e.f. 10.06.2022

Signature of the acquirer / Authorised Signatory



Place: Mumbai
Date: 11/06/2022