

Date: 29.03.2022

To,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai-400 001

Sub:-Disclosure under Regulation 10(5) –Intimation to the Stock Exchange in respect of acquisition of equity shares of Reflex Industries Limited under Regulation 10(1)(a) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter the “Takeover Regulations”)

Dear Sir/Madam,

This in reference to the subject matter for acquisition of equity shares pursuant to inter se transfer of shares received from Sherisha Technologies Private Limited (Acquirer) and Seller (Anil Jain). Please find revised enclosed documents received in this regard:

1. Revised Intimation under Regulation 10(5) of Takeover Regulations
2. Declaration from Acquirer as **Annexure A**
3. Declaration from Seller in as **Annexure B.**

We request your good office to kindly note that the attached notice is in connection with the earlier disclosures dated March 18, 2022 and March 22, 2022 made by the Acquirer/ Promoter s wherein the Company had been informed by the promoters that they propose to consolidate the transaction and carry out the transfer of 47,77,878 in the single tranche on March 30, 2022, instead of the earlier dates of March 25, 2022 and March 29, 2022

Thanking You,

For and behalf of **Reflex Industries Limited,**

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AN
GOPALAK
RISHNAN Date: 2022.03.29
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S Gopalakrishnan
Company Secretary

Encl: -As above

Reflex Industries Ltd.,

Regd Office: No. 10, Bascon Futura SV IT Park,
11th Floor, Venkatnarayana Rd, T. Nagar,
Chennai - 600017. Ph : 91 44 4340 5950
E : info@refex.co.in | www.refex.co.in

Factory: No: 1/171, Old Mahabalipuram Road,
Thiruporur - 603110, Chengalpattu District,
Tamil Nadu. Ph : 91 44 2744 5295
CIN : L45200TN2002PLC049601





Revised Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company ('TC')	Refex Industries Limited ('RIL')
2.	Name of the acquirer(s)	Sherisha Technologies Private Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Acquirer is the Promoter of the Company
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Anil Jain
	b. Proposed date of acquisition	30.03.2022 or any day thereafter
	c. Number of shares to be acquired from each person mentioned in 4(a) above	47,77,878 Equity Shares (i.e. 23,00,000 and 24,77,878 Equity Shares)
	d. Total number of shares to be acquired as % of share capital of TC	22.75%
	e. Price at which shares are proposed to be acquired	The equity shares of RIL will be acquired at a price not exceeding the limits provided in proviso (i) to Regulation 10(1)(a) of SEBI SAST Regulations.
	f. Rationale, if any, for the proposed transfer	Inter se transfer-Consolidation of holdings.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a) (ii) Inter-se transfer between the persons named as promoters in the shareholding pattern filed by the target company in terms of the Listing Regulations for not less than three years prior to the proposed acquisition;
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	1) The Equity shares of the Target Company are frequently traded. 2) The VWAP price for 60 days preceding the date of issuance of the original notice dated March 18, 2022 and March 22, 2022 is Rs. 134.92 and Rs. 132.78 respectively 3) The equity shares of RIL will be acquired at a price not exceeding the limits provided in proviso (i) to Regulation 10(1)(a) of SEBI SAST Regulations.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA

Sherisha Technologies Private Limited.,

Regd Office : No.1/171, Old Mahabalipuram Road,
Thirupurur - 603110. Kancheepuram District, Tamilnadu.
P : 044 2744 5295 | E : info@refex.co.in
CIN: U74110TN2002PTC049676

Corporate Office:

11th Floor, Bascon Futura, New No: 10/2
Old No: 56L, Venkatanarayana Road, T Nagar,
Chennai – 600 017. Tamilnadu.
P : 044 4340 5950 | E : info@refex.co.in



8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Enclosed			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	Enclosed			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.	Enclosed			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares / Voting rights	% w.r.t total share capital of TC	No. of shares / Voting rights	% w.r.t total share capital of TC
	a Acquirer(s) and PACs (other than sellers)	46,09,003	21.95 %	93,86,881	44.70%
	b Seller (s)	49,27,878	23.46%	1,50,000	0.71%

Shailesh Rajagopalan
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 by Shailesh Rajagopalan
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Annexure A

Declaration

I, Shailesh Rajagopalan, Director / Authorized Representative of Sherisha Technologies Private Limited, ('STPL') one of the Promoter of Refex Industries Limited, having its Registered Office situated at 11th Floor, Bascon Futura IT Park, New No. 10/2, Old No. 56L, Venkat Narayana Road, T. Nagar, Chennai-600 017, do hereby solemnly affirm and declare that STPL has duly complied with conditions specified under regulation 10(1) (a) (ii), as stated hereinunder:

- (i) STPL is an entity named as promoter in the shareholding pattern filed by Refex Industries Limited in terms of Listing Regulations for not less than three years prior to the proposed acquisition; and
- (ii) STPL has complied and will comply with applicable disclosure requirements in Chapter V of the Substantial Acquisition of Shares and Takeovers Regulations, 2011;
- (iii) The acquisition price would not be higher than 25% of price computer as per Regulation 10 of SEBI SAST Regulations 2011.

We further confirm that this declaration is true and it conceals nothing and that no part of it is false.

For Sherisha Technologies Private Limited

Shailesh Rajagopalan
Digitally signed
by Shailesh
Rajagopalan
Date: 2022.03.29
17:30:23 +05'30'

Shailesh Rajagopalan

Director

DIN: 01855598

Date: 29.03.2022

Sherisha Technologies Private Limited.,

Regd Office : No.1/171, Old Mahabalipuram Road,
Thiruporur - 603110. Kancheepuram District, Tamilnadu.
P : 044 2744 5295 | E : info@refex.co.in
CIN: U74110TN2002PTC049676

Corporate Office:

11th Floor, Bascon Futura, New No: 10/2
Old No: 56L, Venkatanarayana Road, T Nagar,
Chennai – 600 017. Tamilnadu.
P : 044 4340 5950 | E : info@refex.co.in



Anil Jain

Address: 151, Habibullah Road, T Nagar, Chennai- 600 017

Annexure B

Declaration

I, Anil Jain, Managing Director / one of the Promoter of Refex Industries Limited, having its Registered Office situated at 11th Floor, Bascon Futura IT Park, New No. 10/2, Old No. 56L, Venkat Narayana Road, T. Nagar, Chennai- 600 017, do hereby solemnly affirm and declare that I have duly complied with conditions specified under regulation 10(1)(a)(ii), with respect to exemptions as stated hereinunder

- (i) I am a person named as promoter in the shareholding pattern filed by Refex Industries Limited in terms of Listing Regulations for not less than three years prior to the proposed acquisition; and
- (ii) I have complied and will comply with applicable disclosure requirements in Chapter V of the Substantial Acquisition of Shares and Takeovers Regulations, 2011;
- (iii) I hereby declare that the price at which the inter-se transaction shall take place would not be higher than 25% of price computer as per Regulation 10 of SEBI SAST Regulations 2011.

I further confirm that this declaration is true and it conceals nothing and that no part of it is false.

ANIL Digitally signed
by ANIL JAIN
Date: 2022.03.29
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JAIN

Anil Jain
Promoter
Refex Industries Limited

Date: 29.03.2022



Declaration

I, Shailesh Rajagopalan, Director / Authorized Representative of Sherisha Technologies Private Limited, one of the Promoters of Refex Industries Limited, having its Registered Office, situated at 11th Floor, Bascon Futura IT Park, New No. 10/2, Old No. 56L, Venkat Narayana Road, T. Nagar, Chennai- 600 017, hereby request Mr. S Gopalakrishnan, Company Secretary of Refex Industries Limited to intimate the revision in the disclosures under the SEBI (SAST) 2011 to the Stock Exchanges on my behalf through his e-mail id gopalakrishnan@refex.co.in. I further confirm that this declaration is true and it conceals nothing and that no part of it is false.

For Sherisha Technologies Private Limited

Shailesh Rajagopalan
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by Shailesh
Rajagopalan
Date: 2022.03.29
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Shailesh Rajagopalan
Director
DIN: 01855598

Date: 29.03.2022



Anil Jain

Address: 151, Habibullah Road, T Nagar, Chennai- 600 017

Declaration

I, Anil Jain, Managing Director / one of the Promoters of Refex Industries Limited, having its Registered Office situated at 11th Floor, Bascon Futura IT Park, New No. 10/2, Old No. 56L, Venkat Narayana Road, T. Nagar, Chennai- 600 017, hereby request Mr. S Gopalakrishnan, Company Secretary of Refex Industries Limited to intimate the revision in the disclosures under the SEBI (SAST) 2011 to the Stock Exchanges on my behalf through his e-mail id gopalkrishnan@refex.co.in . I further confirm that this declaration is true and it conceals nothing and that no part of it is false.

Digitally
signed by
ANIL JAIN
Date:
2022.03.29
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Anil Jain

Promoter

Date: 29.03.2022