

SEC: JC: 228

February 4, 2022

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1,
G- Block, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
SCRIP CODE: RPSGVENT

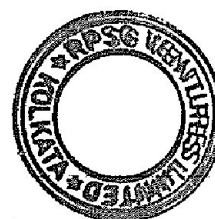
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 542333

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to proposed issuance of Compulsorily Convertible Preference Shares through preferential issue

This is further to our announcements dated January 10, 2022 and January 13, 2022 *inter alia* relating to issuance of Compulsorily Convertible Preference Shares of the Company by way of preferential issue to Integrated Coal Mining Limited, subject to regulatory approval and shareholders' approval at the Extra-Ordinary General Meeting ("EGM") scheduled to be held on Wednesday, February 9, 2022. In this regard, please note that:

1. In connection with the proposed issue of 30,00,000 Compulsorily Convertible Preference Shares of the Company to Integrated Coal Mining Limited by way of preferential issue ("Proposed Preferential Issue"), the Company had *inter alia* obtained a valuation report dated January 13, 2022 from Incwert Advisory Private Limited, Registered Valuer ("Valuation Report").
2. Pursuant to clarifications sought by National Stock Exchange of India Limited and BSE Limited, the Company has obtained an addendum dated February 4, 2022 to the Valuation Report, which *inter alia* sets out the values derived under different methods considered relevant by the Registered Valuer in its above referred Valuation Report.
3. The Audit Committee and the Board of Directors on February 4, 2022 have taken note of addendum to the Valuation Report. The Board of Directors of the Company further noted that no change is required to the issue price for the proposed preferential issue as proposed in the notice of the EGM.





**RP - Sanjiv Goenka
Group**
Growing Legacies



An Addendum to the notice of the EGM is enclosed herewith, and the same is also hosted on the website of the Company at www.rpsgventuresltd.com, as well as on the website of National Securities Depository Limited at www.evoting.nsdl.com.

This is for your information and appropriate dissemination.

Thanking you,

For RPSG Ventures Limited

Sudip K. Ghosh
Company Secretary
ICSI Membership No. A 18707



Encl: A/a

RPSG VENTURES LIMITED

Regd. Office : CESC House, Chowringhee Square, Kolkata - 700 001, India

e-mail : rpsgventures@rpsg.in ☐ Tel : +91 33 2225 6040 ☐ CIN : L74999WB2017PLC219318 ☐ Web : www.rpsgventuresltd.com
(Formerly known as CESC VENTURES LIMITED)

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RPSG VENTURES LIMITED

(Formerly known as CESC Ventures Limited)

Registered Office: CESC House, Chowringhee Square, Kolkata- 700001, India

Tel: 033- 2225 6040, E-mail: rpsgventures@rpsg.in, Website: www.rpsgventuresltd.com

Corporate Identity Number: L74999WB2017PLC219318

ADDENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING TO BE HELD ON FEBRUARY 9, 2022 AT 11.00 A.M. (IST)

RPSG VENTURES LIMITED (“the Company”) had on January 17, 2022, dispatched electronically, to the shareholders of the Company, the Notice of Extra-Ordinary General Meeting (“EGM”) dated January 13, 2022 (“EGM Notice”), scheduled to be held on Wednesday, February 9, 2022, at 11.00 A.M. (IST) through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”), to transact *inter alia* the following Special Business:

- *Issuance of Compulsorily Convertible Preference Shares on a Preferential Basis and matters related therewith*

The Company is issuing this addendum to the EGM Notice (“Addendum”) in respect of the valuation report dated February 4, 2022 from **Inwert Advisory Private Limited**, Registered Valuer (“Valuation Report”), which is referenced in the following matters forming part of Explanatory Statement annexed to the EGM Notice:


Point 7 on page 14, point no. 23 on page 16 and wherever the reference is drawn to the Valuation Report.

In respect of the aforesaid subject matters, the Members are requested to take note of the following:

1. Pursuant to the clarification sought by National Stock Exchange of India Limited and BSE Limited, the Company has obtained an addendum (dated February 4, 2022) to the Valuation Report, which *inter alia* sets out the values derived under different methods considered relevant by the Registered Valuer in its above referred Valuation Report.
2. The Audit Committee and the Board of Directors on February 4, 2022 have taken note of the aforesaid addendum to the Valuation Report. The Board of Directors of the Company further noted that no change is required to the issue price for preferential allotment proposed in the Notice of this EGM dated February 9, 2022.

Members are requested to read the EGM Notice in conjunction with this Addendum and any reference to the Valuation Report in the EGM Notice should be deemed to include a reference to the above mentioned addendum to the Valuation Report. All other contents of the EGM Notice remain unchanged.

RPSG VENTURES LIMITED


Company Secretary

All documents referred to in this Addendum shall be made available for inspection by the Members in the manner set out in the EGM Notice.

A copy of this addendum and the EGM Notice shall be available on the Company's website at www.rpsgventuresltd.com websites of the Stock Exchanges i.e. www.nseindia.com and www.bseindia.com and is also available on the website of National Securities Depository Limited at www.evoting.nsdl.com.

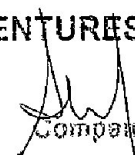
Registered Office:
CESC House
Chowringhee Square
Kolkata - 700 001

February 4, 2022

By Order of the Board

Sudip Kumar Ghosh
Company Secretary
ICSI Membership No. ACS 18707

RPSG VENTURES LIMITED


Company Secretary