



# RACL Geartech Ltd.

Corporate Office

B-9, Sector-3, Noida, Uttar Pradesh-201301, INDIA

Phone: +91-120-4588500 Fax: +91-120-4588513

Web: www.raclgeartech.com E-mail: info@raclgeartech.com

To,  
**The Manager – Listing  
BSE Limited**

Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai- 400001 Maharashtra

January 18, 2024

**Scrip Code: 520073**

**Subject: Disclosure pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and in continuation of our letter dated May 22, 2023, we wish to inform you that the Board of Directors of the Company (the Board') have, in their meeting held on May 22, 2023, approved investment upto Rs. 140 Lacs in the equity shares of Sunsure Solarpark Ten Private Limited ('Sunsure') for solar power captive consumption as required under the provisions of Electricity Act, subject to applicable laws.

Accordingly, the Company became the party to the Shareholders' Agreement dated September 29, 2023, executed among Sunsure Solarpark Ten Private Limited, Sunsure Energy Private Limited and other shareholder(s) by way of executing a Share Subscription Agreement and Deed of Adherence of the said Shareholders' Agreement on January 17, 2024, towards generation/supply of renewable energy to the Company and to make contribution in Sunsure Solarpark Ten Private Limited upto Rs. 140 Lacs.

Details pursuant to Regulation 30 of the Listing Regulations are given in **Annexure-A**.

Kindly take the same on your records.

Thanking You,

**For RACL Geartech Limited**

**Jitender Jain  
Chief Financial Officer**

Encl: As Above

Registered Office

15th Floor, Eros Corporate Tower, Nehru Place, New Delhi-110019, INDIA

Phone: +91-11-66155129

CIN: L34300DL1983PLC016136

D-U-N-S Number: 65-013-7086



TS 16949 : 2009  
TS 518901 - 000



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## Annexure-A

### Details of the Deed of Adherence to the Shareholders' Agreement

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	RACL Geartech Limited ( <b>'the Company'</b> ) became the party to the Power Purchase Agreement dated July 07, 2023 & Shareholders' Agreement dated September 29, 2023 executed among Sunsire Solarpark Ten Private Limited, Sunsire Energy Private Limited and other shareholder(s) by way of executing a Share Subscription Agreement and Deed of Adherence of the said Shareholders' Agreement on January 17, 2024, towards generation/supply of renewable energy to the Company.
2.	Purpose of entering into the agreement	To reduce the power cost of Gajraula (U.P) Plant, by way of shifting towards the solar power energy which is cost effective and environment friendly, the Company will enter into a transaction for generation/supply of power by Sunsire Solarpark Ten Private Limited ('Sunsire') to the Company's Gajraula (U.P) Plant. In view of the above and as per the Electricity Rules, the Company will make contribution upto Rs. 140 Lacs towards the equity shares in Sunsire.
3.	Shareholding, if any, in the entity with whom the agreement is executed	Nil

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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.	<ul style="list-style-type: none"> <li>• Sunsure will be managed by the Board of Directors of Sunsure.</li> <li>• Appointment/removal of a Director of Sunsure will be made on consent of Sunsure Energy Private Limited, Promoter of Sunsure.</li> <li>• Key Managerial Personnel of Sunsure will be appointed by the Promoter of Sunsure.</li> <li>• The Chairman of the Board of Directors of Sunsure will be nominated by the Promoter of Sunsure and the said Chairman will chair all shareholders' meeting of Sunsure.</li> <li>• Transfer of shares of Sunsure by the Company will be made as per the provisions of the Shareholders' Agreement.</li> <li>• The Shareholders' Agreement will continue/remain valid until such time the Purchase Power agreement between the Company and Sunsure is in force.</li> </ul>
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"	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	The Company will make contribution upto Rs. 140 Lacs in the equity shares of Sunsure.

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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

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