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CIN : L35999TN1936PLC002202

Rane Holdings Limited



//e-mail submission//

RHL/SAST/02/2019-20

March 23, 2020

National Stock Exchange of India Limited
e-mail ID: takeover@nse.co.in

BSE Limited
e-mail: corp.relations@bseindia.com

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

Dear Sir / Madam,

We wish to inform you that Rane Holdings Limited ("RHL/Promoter") belonging to promoter and promoter group has acquired the following securities arising on partial conversion of warrants issued by Rane (Madras) Limited (**Target Company**) **NSE Symbol: RML** and **BSE Scrip Code: 532661**:

Type of Securities	No. of Securities
Equity Shares	5,80,720 Equity Shares of Rs. 10 each, fully paid-up, arising on conversion of equivalent number of warrants

In this regard, disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST") is annexed.

Request you to take on record the aforementioned disclosure in compliance with relevant provisions of SEBI SAST.

Thanking you.

Yours faithfully,

For **Rane Holdings Limited**


Siva Chandrasekaran
Secretary



Encl: a/a

CC:

Rane (Madras) Limited
Regd Off: "Maithri", 132, Cathedral Road,
Chennai 600 086

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

Name of the Target Company (TC)	Rane (Madras) Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer Rane Holdings Limited Persons Acting Concert Other members of the promoter / promoter group as set out in Annexure-A .		
Whether the acquirer belongs to the Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
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(**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights			
<i>Rane Holdings Limited</i>	73,80,678	61.64	53.81
<i>Other Members of the Promoter Group</i>	1,43,181	1.20	1.04
<i>Total Promoter & Promoter Group</i>	75,23,859	62.84	54.86
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Convertible Warrants that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
<i>Rane Holdings Limited</i>	17,42,160	-	12.70
<i>Other Members of the Promoter Group</i>	-	-	-
<i>Total Promoter & Promoter Group</i>	17,42,160	-	12.70
e) Total (a+b+c+d)	92,66,019	-	67.56
Details of acquisition/sale			
a) Shares carrying voting rights			
<i>Rane Holdings Limited</i>	5,80,720	4.63	4.23
<i>Other Members of the Promoter Group</i>	-	-	-
<i>Total Promoter & Promoter Group</i>	5,80,720	4.63	4.23
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Convertible Warrants that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
<i>Rane Holdings Limited</i>	-	-	-
<i>Other Members of the Promoter Group</i>	-	-	-
<i>Total Promoter & Promoter Group</i>	-	-	-
e) Total (a+b+c+/-d)	5,80,720	4.63	4.23



After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
<i>Rane Holdings Limited</i>	79,61,398	63.42	58.05
<i>Other Members of the Promoter Group</i>	1,43,181	1.14	1.04
Total Promoter & Promoter Group	81,04,579	64.56	59.09
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Convertible Warrants that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
<i>Rane Holdings Limited</i>	11,61,440	-	8.47
<i>Other Members of the Promoter Group</i>	-	-	-
Total Promoter & Promoter Group	11,61,440	-	8.47
e) Total (a+b+c+d)	92,66,019	-	67.56
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Allotment – Conversion of 5,80,720 Warrants into 5,80,720 equity shares		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 23, 2020		
Equity share capital / total voting capital of the TC before the said acquisition	1,19,73,171 equity shares of Rs. 10/- each fully paid-up		
Equity share capital/ total voting capital of the TC after the said acquisition	1,25,53,891 equity shares of Rs. 10 each fully paid-up.		
Total diluted share/voting capital of the TC after the said acquisition	1,37,15,331 equity shares of Rs. 10 each fully paid-up. (assuming conversion of warrants within 18 months from date of allotment)		

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

(**) 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.

For **Rane Holdings Limited**

Siva Chandrasekaran
Secretary



Chennai
March 23, 2020

Annexure A to disclosure dated March 23, 2020

Other members of the promoter / promoter group

Name of the Promoter/Promoter Group	No. of Securities				
	Pre-Acquisition	% w.r.t. total share/voting capital wherever applicable(*)	Acquisition	Post-Acquisition	Post Acquisition % w.r.t. total diluted share/voting capital of the TC(**)
Shanthi Narayan	24,775	0.21	-	24,775	0.18
Raman T G G	28,000	0.23	-	28,000	0.20
Rathika R Sundaresan	20,000	0.17	-	20,000	0.15
Chitra Sundaresan	12,604	0.11	-	12,604	0.09
Ranjini R Iyer	12,000	0.10	-	12,000	0.09
Geetha Raman Subramanyam	12,000	0.10	-	12,000	0.09
Aditya Ganesh	8,483	0.07	-	8,483	0.06
Aparna Ganesh	7,851	0.07	-	7,851	0.06
Vanaja Aghoram	5,010	0.04	-	5,010	0.04
Malavika Lakshman	4,866	0.04	-	4,866	0.04
Rama R Krishnan	4,193	0.04	-	4,193	0.03
Suchitra Narayan	-	-	-	-	-
Sumant Narayan	-	-	-	-	-
Rekha Sundar	1,060	0.01	-	1,060	0.01
Meenakshi Ganesh & L Ganesh	839	0.01	-	839	0.01
Harish Lakshman	750	0.01	-	750	0.01
Vinay Lakshman	750	0.01	-	750	0.01
Total Shares	1,43,181	1.20	-	1,43,181	1.04
Equity share capital / total voting capital of the TC	First Tranche		5,80,720	-	
	Balance warrants		11,61,440	-	
	1,19,73,171		1742160	1,37,15,331*	

*(assuming conversion of 11,61,440 warrants within 18 months from date of allotment)

