

RIL/SECTL/2020/  
28/02/2020

The Stock Exchange Mumbai  
Corporate Relationship Dept,  
PhirozeeJeejeebhoy Towers,  
25th Floor, Dalal Street,  
**Mumbai - 400 001**

Dear Sir,

**Sub :- Outcome of the Board Meeting.**

**Ref :- Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)  
Regulation, 2015.**

Pursuant to the above, company hereby inform that the Board of Directors in their meeting held today (28-02-2020) –

- i) Decided to convert 2250000 Share Warrants into equity shares out of the 4500000 Share Warrants allotted to the Promoters / PAC @ Rs.42.50/- on a preferential allotment basis on 12-07-2019 as approved by the members in General Meeting held on 28-06-2019.

Details of the allotment are as follows :

Name of the Allottee	Address	PAN	No. of Shares
Mr. Bharat Jayantilal Patel	Divya Darshan, 8 <sup>TH</sup> Floor, JVPD Scheme, N S Road, 5, Vile Parle West, Mumbai – 400 056	AAAPP6652R	1125000
Mrs.Minal Bharat Patel	Divya Darshan, 8 <sup>TH</sup> Floor, JVPD Scheme, N S Road, 5, Vile Parle West, Mumbai – 400 056	AACPP5126G	1125000

- ii) Authorised Mr.G.Krishna Kumar, Managing Director to execute a Share Purchase Agreement with Mr.Ruchit B. Patel, one of the Promoters of the Company for the acquisition of 5620427 Nos of Equity Shares of Rs.10/- of M/s.Premier Tissues India Ltd (CIN 85110KA1998PLC023512). Necessary disclosure under Regulation 30 of SEBI (LODR) Regulation 2015 and SEBI Circular No.CIR/CFD/CMD/4/2015 dt.05<sup>th</sup> September, 2015 is attached herewith.

The meeting commenced at 2.00 pm and concluded at 3.15 pm.

This is for your kind information.

Thanking You,

Yours faithfully,  
For **RUBFILA INTERNATIONAL LTD**

  
**N N PARAMESWARAN**  
CFO & Company Secretary

**Disclosure requirement – under Regulation 30 of SEBI (LODR) Regulations**

 SEBI circular no.CIR/CFD/CMD/4/2015 dated 5<sup>th</sup> September 2015

Name of the target entity, details in brief such as size, turnover etc.	M/S.PREMIER TISSUES INDIA LTD CIN U85110KA1998PLC023512 Equity Capital – Rs.1124.09 Lacs Turnover as on 31-12-2019 Rs.4000.65 Lacs								
Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”.	Yes. The 50% equity share capital of the Target Company is acquired from Mr.Ruchit B Patel, one of the Promoters of the Company. The transaction is done at “arms length” basis.								
Industry to which the entity being acquired belongs.	Tissue Paper								
Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	Rubfila International Ltd is already holding 50% equity shares in the Target Company. With the present acquisition of 5620427 equity shares, the Target Company will be a Wholly Owned Subsidiary of Rubfila International Ltd.								
Brief details of any governmental or regulatory approvals required for the acquisition.	Nil								
Indicative time period for completion of the acquisition.	Before 31-03-2020								
Nature of consideration – whether cash consideration or share swap and details of the same.	Cash Consideration								
Cost of acquisition or the price at which the shares are acquired.	Consideration is fixed @ Rs.28.47/- per shares								
Percentage of shareholding / control acquired and / or number of shares acquired.	5620427 Nos of Equity Shares of Rs.10/- each. 50% of the shareholding.								
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	Entity is engaged in the manufacturing and sale of Tissue Paper. The Date of Incorporation : 11-03-1998  <table border="1"> <thead> <tr> <th>Financial Year</th> <th>Turnover (Rs.in Lacs)</th> </tr> </thead> <tbody> <tr> <td>2018-19</td> <td>5559.54</td> </tr> <tr> <td>2017-18</td> <td>5191.01</td> </tr> <tr> <td>2016-17</td> <td>5350.76</td> </tr> </tbody> </table>	Financial Year	Turnover (Rs.in Lacs)	2018-19	5559.54	2017-18	5191.01	2016-17	5350.76
Financial Year	Turnover (Rs.in Lacs)								
2018-19	5559.54								
2017-18	5191.01								
2016-17	5350.76								
(Explanation For the purpose of the above disclosures the term ‘acquisition’ shall have the same meaning as defined in explanation of sub- para (1) of Para (A) of Part (A) of Schedule III of Listing Regulations).									

For Rubfila International Ltd.

  
**N. N. PARAMESWARAN**  
 CFO & Company Secretary