

SEC: SB: 394

May 21, 2024

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

Dear Sir/ Madam,

Sub: Clarification on disclosure provided under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 [“SEBI (LODR)”]

This is with reference to our intimation dated April 18, 2024 and subsequent communications from National Stock Exchange of India Limited dated May 21, 2024, in relation to incorporation of a Wholly Owned Subsidiary (“WOS”) of the Company. May kindly please find the requisite information in the table below, in relation to incorporation of the aforesaid WOS:

Parameters	Reply
(a) name of the target entity, details in brief such as size, turnover etc.;	Name of the WOS incorporated: Serene Vibes Private Limited (“SVPL”); Turnover: Not applicable as it is a newly incorporated company.
(b) 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 “arm’s length”;	As mentioned above, SVPL is a WOS of the Company.
(c) industry to which the entity being acquired belongs;	SVPL is incorporated to interalia undertake the business of gifting solutions.
(d) objects and impact 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);	SVPL will explore opportunity to interalia enter into gifting solution business.

(e) brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable as SVPL is a newly incorporated company.
(f) indicative time period for completion of the acquisition;	Not applicable as SVPL has been newly incorporated.
(g) consideration - whether cash consideration or share swap or any other form and details of the same;	SVPL is a WOS of the Company. The Subscribed and Paid-up capital of SVPL is Rs. 10,00,000/- (Rupees Ten lakh).
(h) cost of acquisition and/or the price at which the shares are acquired;	Please see point no. (g) above.
(i) percentage of shareholding / control acquired and / or number of shares acquired;	SVPL is a WOS of the Company accordingly 100% of its shareholding is held by the Company.
(j) 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).	Please see point nos. (a) to (d) above. Date of Incorporation of SVPL is: April 18, 2024.

Hope that we have clarified the matter to your satisfaction.

Yours faithfully,
For **RPSG Ventures Limited**



Sudip Kumar Ghosh
Company Secretary & Compliance Officer

CC: BSE Limited
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SCRIP CODE: 542333