

# RISING SUN HOLDINGS PVT. LTD.

Regd. Office : "Sarosh Bhavan" 16/B-1, Dr. Ambedkar Road, Pune - 411 001, India  
Tel : 91 - 20 - 26137221-5, Fax : 91 - 20 - 26133228  
CIN U67110PN1993PTC070989

10 MAY 2021

## BSE Limited

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

## National Stock Exchange of India Limited

Exchange Plaza,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai - 400 051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

Company Secretary

## Magma Fincorp Limited

Development House  
24, Park Street,  
Kolkata - 700 016  
Email: [secretary@magma.co.in](mailto:secretary@magma.co.in)

Dear Sir(s) / Madam,

**Subject: Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("SEBI (SAST) Regulations")**

This is to inform you that we, Rising Sun Holdings Private Limited, have been allotted 45,80,00,000 equity shares of Magma Fincorp Limited by way of a preferential allotment. In view of the above, please find attached the disclosure under Regulation 29(1) of the SEBI (SAST) Regulations.

Thanking you,

Yours faithfully,

For Rising Sun Holdings Private Limited



Saurabh Lakshman Prabhudesai

Director

DIN: 02424996

Encl: as above

**Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")**

**Part-A- Details of the Acquisition**

Name of the Target Company (TC)	Magma Fincorp Limited ("Company")		
Name(s) of the acquirer(s) and persons acting in concert (PAC) with the acquirer	<b>Acquirer:</b> Rising Sun Holdings Private Limited ("Acquirer")  <b>Persons acting in concert:<sup>(1)</sup></b> Sanjay Chamria Mayank Poddar (collectively "PACs")		
Whether the acquirer belongs to Promoter/Promoter group	Pursuant to the transaction disclosed herein and upon completion of the open offer <sup>(2)</sup> made by the Acquirer and PACs, the Acquirer will qualify as a promoter of the Company.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
<b>Details of the acquisition as follows</b>	<b>Number</b>	<b>% w.r.t. total share/ voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/ voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
(i) Rising Sun Holdings Private Limited	Nil	Nil	Nil
(ii) Sanjay Chamria	Nil	Nil	Nil
(iii) Mayank Poddar	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge / lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) <b>Total (a+b+c+d)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Details of acquisition:</b>			
a) Shares carrying voting rights acquired.			
(i) Rising Sun Holdings Private Limited	45,80,00,000 <sup>(3)</sup>	60.00% <sup>(3)</sup>	60.00% <sup>(3)</sup>

(ii) Sanjay Chamria	1,78,57,143 <sup>(3)</sup>	2.34% <sup>(3)</sup>	2.34% <sup>(3)</sup>
(iii) Mayank Poddar	1,78,57,143 <sup>(3)</sup>	2.34% <sup>(3)</sup>	2.34% <sup>(3)</sup>
b) VRs acquired otherwise than by equity shares.	Nil	Nil	Nil
c) Warrants / convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/- d)	49,37,14,286 <sup>(3)</sup>	64.68% <sup>(3)</sup>	64.68% <sup>(3)</sup>
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
(i) Rising Sun Holdings Private Limited	45,80,00,000 <sup>(3)</sup>	60.00% <sup>(3)</sup>	60.00% <sup>(3)</sup>
(ii) Sanjay Chamria	1,78,57,143 <sup>(3)</sup>	2.34% <sup>(3)</sup>	2.34% <sup>(3)</sup>
(iii) Mayank Poddar	1,78,57,143 <sup>(3)</sup>	2.34% <sup>(3)</sup>	2.34% <sup>(3)</sup>
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+d)	49,37,14,286 <sup>(3)</sup>	64.68% <sup>(3)</sup>	64.68% <sup>(3)</sup>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	Preferential allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares having face value of INR 2/- each		
Date of acquisition of / date of receipt of intimation of allotment of shares/ VR/ Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	6 <sup>th</sup> May 2021		

Equity share capital/total voting capital of the TC before the said acquisition	INR 53,92,33,424/- divided into 26,96,16,712 equity shares having face value of INR 2 each
Equity share capital/ total voting capital of the TC after the said acquisition	INR 152,66,61,996/- divided into 76,33,30,998 equity shares having face value of INR 2 each
Total diluted share/ voting capital of the TC after the said acquisition.	INR 152,66,61,996/- divided into 76,33,30,998 equity shares having face value of INR 2 each

- (1) Save and except for the PACs, no other person is acting in concert with the Acquirer for the purposes of the transaction disclosed herein. While persons other than the PACs may be deemed to be acting in concert with the Acquirer in terms of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations ("Deemed PACs"), however, such Deemed PACs are not acting in concert with the Acquirer for the purposes of the transaction disclosed herein, within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations.
- (2) The Acquirer and PACs have made an open offer to the public shareholders of the Company, pursuant to the public announcement dated 10 February 2021, in accordance with regulation 3(1) and 4 of the SEBI (SAST) Regulations ("Open Offer").
- (3) As the Open Offer is ongoing, provisions of Regulation 22(2A) of the SEBI (SAST) Regulations are applicable. Accordingly, the Acquirer and PACs shall exercise voting rights over such equity shares only upon completion of the Open Offer, and until such time, such equity shares shall remain in escrow.

For Rising Sun Holdings Private Limited



Saurabh Lakshman Prabhudesai

Director

DIN: 02424996

Place: Pune

Date: 10 MAY 2021

Notes:

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) 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.