

SEC: SB: 356

January 17, 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

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 542333

Sub: Outcome of the Meeting of the Board of Directors of RPSG Ventures Limited (“Company”) held on January 17, 2024

Dear Madam/Sir (s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we wish to inform you that the Board of Directors of the Company, at its meeting held today, i.e., January 17, 2024 has, inter-alia, approved issuance of upto 35,75,000 equity shares of the Company having face value of Rs. 10 each (“**Equity Shares**”) at a price of Rs. 795 (Rupees Seven Hundred and Ninety Five only) (including a premium of Rs. 785) per Equity Share, aggregating to Rs. 2,84,21,25,000 (Rupees Two Hundred Eighty Four Crore Twenty One Lakh and Twenty Five Thousand only) to Rainbow Investments Limited and Integrated Coal Mining Limited (together, the “**Proposed Allottees**”) on private placement basis, for cash consideration (“**Preferential Allotment**”) in accordance with applicable law including Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013, each as amended, and subject to statutory and regulatory approvals, appropriate sanctions and permissions including approval of the Members’ of the Company.

Details regarding the proposed Preferential Allotment, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circulars SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are provided as **Annexure A**.

The detailed resolution(s) for approval of Members of the Company along with information as required under Chapter V of the SEBI ICDR Regulations forming part of notice of Postal Ballot will be dispatched shortly.

The Board Meeting commenced at 11 :45 a.m. IST and concluded at 12:10 p.m. IST. This is for your information and record please.

Yours faithfully,

For **RPSG Ventures Limited**

Sudip Kumar Ghosh
Company Secretary and Compliance Officer

Encl: a/a

Annexure A

Disclosures in terms of Regulation 30 of the Listing Regulations read with SEBI Circular on disclosure of material events/information

Sl. No.	Particulars	Details																			
1.	Type of securities proposed to be issued (viz., equity shares, convertibles, etc.)	Equity Shares.																			
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified Institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, each as amended and other applicable laws.																			
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issuance of upto 35,75,000 equity shares of face value of Rs. 10 each of the Company at a price of Rs. 795 (Rupees Seven Hundred and Ninety Five only) (including a premium of Rs. 785) per Equity Share, aggregating to Rs. 2,84,21,25,000 (Rupees Two Hundred Eighty Four Crore Twenty One Lakh and Twenty Five Thousand only).																			
Additional details applicable for preferential issue:																					
4.	Names of the investors	Rainbow Investments Limited (Promoter) and Integrated Coal Mining Limited (Promoter Group).																			
5.	Issue Price	Rs. 795/- per equity share.																			
6.	Post allotment of securities -outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	<p>Outcome of the subscription:</p> <table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Pre -Preferential Allotment</th> <th colspan="2">Post -Preferential Allotment</th> </tr> <tr> <th>No. of Shares held</th> <th>%</th> <th>No. of Shares held</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Rainbow Investments Limited</td> <td>1,17,59,326</td> <td>39.85</td> <td>1,29,29,326</td> <td>39.08</td> </tr> <tr> <td>Integrated Coal Mining Limited</td> <td>32,15,072</td> <td>10.89</td> <td>56,20,072</td> <td>16.99</td> </tr> </tbody> </table>	Particulars	Pre -Preferential Allotment		Post -Preferential Allotment		No. of Shares held	%	No. of Shares held	%	Rainbow Investments Limited	1,17,59,326	39.85	1,29,29,326	39.08	Integrated Coal Mining Limited	32,15,072	10.89	56,20,072	16.99
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7.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable.																			
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable.																			

RPSG VENTURES LIMITED

Regd. Office : CESC House, Chowringhee Square, Kolkata - 700 001, India

e-mail : rpsgventures@rpsg.in □ Tel : +91 33 2225 6040 □ CIN : L74999WB2017PLC219318 □ Web : www.rpsgventuresltd.com
(Formerly known as CESC VENTURES LIMITED)