



# RAMKRISHNA FORGINGS LIMITED

Date: 19<sup>th</sup> February, 2024

To The Listing Department <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001  <b>BSE SCRIP CODE: 532527</b>	To The Listing Department <b>National Stock Exchange of India Limited</b> "Exchange Plaza" C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051  <b>NSE SYMBOL: RKFORGE</b>
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**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations")**

Dear Sir(s),

This disclosure is in continuation of our disclosure dated 16<sup>th</sup> August, 2019. This disclosure is pursuant to Regulation 30 of the LODR Regulations. We wish to inform you that as per the order dated 22<sup>nd</sup> December, 2023 ("**NCLT Order**") of the National Company Law Tribunal ("**NCLT**") approving the resolution plan ("**Approved Resolution Plan**") for the acquisition of ACIL Limited ("**ACIL**") by Ramkrishna Forgings Limited ("**Company**"), the monitoring committee of ACIL has approved the issuance and allotment of shares of ACIL to Ramkrishna Aeronautics Private Limited ("**RAPL**") such that RAPL acquires ACIL. RAPL is a wholly owned subsidiary of the Company.

The required disclosure specified in Para A of Part A of Schedule III of LODR Regulations read with Chapter V, Section V-A read with Annexure 18 of SEBI/HO/CFD/PoD2/CIR/P/2023/120, Master circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities, dated 11 July 2023, is enclosed herewith as **Annexure A**.

This is for your information and records.

Thank you.

Yours faithfully,  
**For Ramkrishna Forgings Limited**

Rajesh Mundhra  
Company Secretary - ACS12991



REGISTERED & CORPORATE OFFICE

23 CIRCUS AVENUE, KOLKATA 700017, WEST BENGAL, INDIA

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CIN NO. :L74210WB1981PLC034281



## ANNEXURE A

### DISCLOSURE REQUIRED UNDER REGULATION 30 OF THE LODR REGULATIONS READ WITH THE SEBI CIRCULAR

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover, etc.	ACIL is an unlisted public company and is engaged in the manufacture of high precision engineering automotive components (crankshafts, connecting rods, knuckles, hubs and other parts and accessories).
2.	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".	No, this acquisition does not fall within related party transaction.
3.	Industry to which the entity being acquired belongs.	Automotive Components
4.	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).	The Company has presence in the machined component space. This acquisition, pursuant to the NCLT Order, will help the Company increase its presence in this segment. The acquisition will help the Company acquire new customers including international customers.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Approval from Hon'ble NCLT, New Delhi has already been received vide its order dated 22 <sup>nd</sup> December, 2023. As per the Approved Resolution Plan and the NCLT Order, no governmental or regulatory approvals are required prior to acquisition of ACIL.
6.	Indicative time period for completion of the acquisition.	As per the Approved Resolution Plan and the NCLT Order, no governmental or regulatory approvals are required prior to acquisition of ACIL. Certain procedural compliances in connection with the extinguishment of existing shares prior to acquisition and credit of new shares of ACIL are pending. These are expected to be completed shortly.



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7.	Nature of consideration - whether cash consideration or share swap and details of the same.	Pursuant to the NCLT Order, Rs. 120.97 Crores (i.e Rs. 99.15 Crores in cash and Rs. 21.82 Crores in the form of instruments). Further upto Rs. 20 crores in cash for meeting working capital requirements, capital expenditure and improve and stabilise operations of ACIL within 2 (two) years.
8.	Cost of acquisition or the price at which the shares are acquired.	Pursuant to the NCLT Order, Rs. 120.97 Crores (i.e Rs. 99.15 Crores in cash and Rs. 21.82 Crores in the form of instruments). Further upto Rs. 20 crores in cash for meeting working capital requirements, capital expenditure and improve and stabilise operations of ACIL within 2 (two) years.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	100% shareholding in ACIL as per the terms of the Approved Resolution Plan
10.	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).	<p>ACIL is a public unlisted company incorporated under the Companies Act, 1956 (CIN: U34300DL1997PLC086695) and having its registered office at Ground Floor, Building No. 108/B, Madangir Village, New Delhi, India - 110062.</p> <p>ACIL is engaged in the manufacture of high precision engineering automotive components (crankshafts, connecting rods, knuckles, hubs and other parts and accessories).</p> <p>ACIL had revenue from operations of approximately INR 65 Crore (Indian Rupees Sixty Five Crore) during the FY 2022-23.</p>

For Ramkrishna Forgings Limited

Rajesh Mundhra  
Company Secretary - ACS12991



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