

# RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,  
Post Box No. 1, Rajapalayam, Tamil Nadu, Pin : 626 117.

CIN : L17111TN1936PLC002298  
PAN : AAACR8897F  
GSTIN : 33AAACR8897F1Z1



Telephone : 91 4563 235666 (5 Lines)  
Fax : 91 4563 236520  
E-mail : rajacot@ramcotex.com  
rajacot@bsnl.in  
Website : www.rajapalayammills.co.in

**14 July 2023**

**BSE Limited,  
Floor 25, P.J. Tower,  
Dalal Street,  
Mumbai – 40001**

**Scrip Code: 532503**

**Dear Sir/Madam,**

**Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended)**

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ("**Listing Regulations**") read with Schedule III of the Listing Regulations, we hereby inform you that M/s. Rajapalayam Mills Limited ("**Company**") has entered into the Share Subscription and Purchase Agreement ("**SSPA**") on 12-07-2023 for the purpose of sale and transfer of 12,14,51,338 equity shares in Lynks Logistics Limited ("**Lynks**") [80,00,000 Compulsorily Convertible Preference Shares under conversion into Equity Shares and 11,34,51,338 Equity Shares under Acquisition] to Bundl Technologies Private Limited ("**Bundl**", operating under the brand name "**Swiggy**") in exchange for Compulsorily Convertible Preference Shares of Bundl to be issued and allotted by Bundl to the Company.

The Company will also be providing representations / warranties / indemnities to Bundl in connection with the proposal, the aggregate indemnification liability of the Company not to exceed Rs. 21,04,74,068/- as per the agreed terms under the SSPA, subject to any Closing date adjustments on account of Working Capital and Net Debt of Lynks.

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The relevant details of the SSPA pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 09 September 2015 are enclosed as **Annexure A** to this letter. We regret for delay in submission of disclosure which has happened inadvertently.

You are requested to kindly take the same on record.

Thanking you

Your faithfully

For **RAJAPALAYAM MILLS LIMITED**

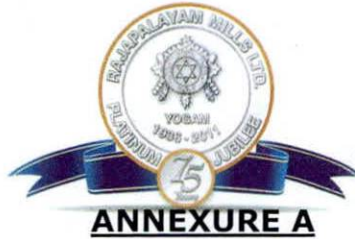
**A. ARULPRANAVAM**  
**SECRETARY**

Encl : As above

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Disclosure(s) of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 09 September 2015.

Sr. No.	Particulars	Details
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such subsidiary of the listed entity during the last financial year.	Not Applicable
2.	Date on which the agreement for sale has been entered into.	12 July 2023
3.	The expected date of completion of sale/disposal.	14 August 2023
4.	Consideration to be received from such sale/disposal.	<p>Sale of 12,14,51,338 equity shares [80,00,000 Compulsorily Convertible Preference Shares under conversion into Equity Shares and 11,34,51,338 Equity Shares under Acquisition] of Lynks Logistics Limited (Lynks) to Bundl Technologies Limited.</p> <p>Simultaneously acquisition by Rajapalayam Mills Limited of 5,88,130 Compulsory Convertible Preference Shares of Bundl Technologies Private Limited, in consideration of the sale of shares.</p>

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Sr. No.	Particulars	Details
		The transaction is proposed to be carried out through swapping of shares / sale of shares held in Lynks Logistics Limited and acquisition of Compulsory Convertible Preference Shares of Bundl Technologies Private Limited.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	<p>The buyer is Bundl, engaged inter alia, in (i) the online delivery of food and/or fast moving consumer goods; (ii) providing an online marketplace for the facilitation of transactions between consumers and sellers (including restaurants and cloud kitchens) of food (whether prepared food or retail food products) and/or other fast moving consumer goods, (iii) facilitating online discovery, reservation of tables at restaurants and/or providing customers app linked offers and benefits for dining in at restaurants, (iv) operating cloud kitchens for online delivery of prepared food.</p> <p>Bundl does not belong to the promoter/ promoter group/group companies.</p>

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Sr. No.	Particulars	Details
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length".	No.
7.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	N.A.