

# **Naresh Jalan**

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Date: 28 October, 2022

To

<b>The Listing Department BSE Limited PJ Towers Dalal Street Mumbai - 400 001</b>	<b>The Listing Department National Stock Exchange of India Limited "Exchange Plaza" C-1, Block G Bandra- Kurla Complex, Bandra (E) Mumbai- 400051</b>
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Dear Sir/Madam

**Ref: Scrip Code: 532527, Scrip Name: RKFORGE**

**Sub: Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find enclosed disclosure in terms of Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of preferential allotment of convertible warrants, in the Target Company, Ramkrishna Forgings Limited.

Request you to kindly take the same on record and oblige.

Thanking You,

Yours Truly,

**NARESH** Digitally signed by  
NARESH JALAN  
Date: 2022.10.28  
17:22:11 +05'30'  
**JALAN**

**Naresh Jalan  
Promoter**

Encl. As above

CC to :  
**Ramkrishna Forgings Limited**  
23, Circus Avenue  
Kolkata- 700017

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**Residence :**  
4A, Hastings Park Road  
Kolkata - 700027

**Office :**  
Ramkrishna Forgings Limited  
23, Circus Avenue  
Kolkata - 700017

Phone : +91 33 71220900, E-mail : naresh@ramkrishnaforgings.com

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(1) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part - A**

1. Name of the Target Company (TC)	Ramkrishna Forgings Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer</b> Naresh Jalan Eastern Credit Capital Private Limited <b>Persons Acting in Concert (PAC)</b> Mahabir Prasad Jalan Chaitanya Jalan Rashmi Jalan Mahabir Prasad Jalan (HUF) Naresh Jalan (HUF) Riddhi Portfolio Private Limited Ramkrishna Rail and Infrastructure Private Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	<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			
-NARESH JALAN	15,09,650	0.94	0.94
-MAHABIR PRASAD JALAN	22,80,000	1.42	1.42
-CHAITANYA JALAN	1,67,900	0.10	0.10
-RASHMI JALAN	20,93,750	1.31	1.31
-NARESH JALAN HUF	13,43,750	0.84	0.84
-MAHABIR PRASAD JALAN HUF	6,00,000	0.38	0.38
-RIDDHI PORTFOLIO PRIVATE LIMITED	3,78,81,329	23.69	23.69
-RAMKRISHNA RAIL AND INFRASTRUCTURE PRIVATE LIMITED	65,00,000	4.07	4.07

<b>-EASTERN CREDIT CAPITAL PRIVATE LIMITED</b>	2,16,11,651	13.52	13.52
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	45,00,000	2.81	2.81
c) Voting rights (VR) otherwise than by equity shares	-	-	-
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)	-	-	-
e) Total (a+c+d)	<b>7,39,88,030</b>	<b>46.27</b>	<b>46.27</b>
Details of acquisition			
a) Shares carrying voting rights acquired	-	-	-
b) VRs acquired otherwise than by equity shares	-	-	-
c) <del>Warrants /convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</del> acquired:			
<b>-NARESH JALAN</b>	30,00,000	-	1.82
<b>--EASTERN CREDIT CAPITAL PRIVATE LIMITED</b>	10,00,000	-	0.61
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) <b>Total (a+b+c)</b>	<b>40,00,000</b>	<b>-</b>	<b>2.43</b>
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights #			
<b>-NARESH JALAN</b>	15,09,650	0.94	0.92
<b>-MAHABIR PRASAD JALAN</b>	22,80,000	1.42	1.39
<b>-CHAITANYA JALAN</b>	1,67,900	0.10	0.10
<b>-RASHMI JALAN</b>	20,93,750	1.31	1.27
<b>-NARESH JALAN HUF</b>	13,43,750	0.84	0.82

-MAHABIR PRASAD JALAN HUF	6,00,000	0.38	0.36
-RIDDHI PORTFOLIO PRIVATE LIMITED	3,78,81,329	23.69	23.03
-RAMKRISHNA RAIL AND INFRASTRUCTURE PRIVATE LIMITED	65,00,000	4.07	3.95
-EASTERN CREDIT CAPITAL PRIVATE LIMITED	2,16,11,651	13.52	13.14
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/ <del>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:</del>			
-NARESH JALAN	30,00,000	-	1.82
--EASTERN CREDIT CAPITAL PRIVATE LIMITED	10,00,000	-	0.61
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	45,00,000	2.81	2.73
<b>Total (a+b+c)</b>	<b>7,79,88,030</b>	<b>46.27</b>	<b>47.41</b>
Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Preferential Allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Each warrant, so allotted, is convertible into or exchangeable for one fully paid-up equity share of the Company having face value of Rs. 2/- (Rupees Two only) each, in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, on payment of the Warrant Exercise Price, as mentioned in the Notice of EGM dated 12 September, 2022 from the Allottees pursuant to exercise of conversion option against each such warrant, within 18 months from the date of allotment of warrants.		
Date of acquisition of/ <del>date of receipt of intimation of allotment of shares /VR/</del>	26 October, 2022		

warrants/ <del>convertible securities/any other instrument that entitles the acquirer to receive shares</del> in the TC.	
Equity share capital / total voting capital of the TC before the said acquisition	15,98,89,535 Equity Shares of Rs. 2/- each
Equity share capital/ total voting capital of the TC after the said acquisition	15,98,89,535 Equity Shares of Rs. 2/- each
Total diluted share/voting capital of the TC after the said acquisition	16,44,89,535 Equity Shares of Rs. 2/- each

**Part- B \*\*\*\***

**Name of the Target Company: Ramkrishna Forgings Limited**

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
<b>Acquirer</b> Naresh Jalan Eastern Credit Capital Private Limited <b>Persons Acting in Concert (PAC)</b> Riddhi Portfolio Private Limited Ramkrishna Rail & Infrastructure Pvt. Ltd. Rashmi Jalan Mahabir Prasad Jalan Mahabir Prasad Jalan (HUF) Naresh Jalan (HUF) Chaitanya Jalan	<b>Yes</b>	

For Self and on behalf of Promoter Group/PAC

NARESH JALAN  
Digitally signed by NARESH JALAN  
 Date: 2022.10.28 17:24:51 +05'30'

**Naresh Jalan**

Signature of the acquirer/ authorized signatory

Place: Kolkata

Date: 28 October, 2022

**Note:**

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

(\*\*) 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

(#) Assuming full conversion of Warrants into Equity Shares of face value of Rs. 2/- (Rupees Two only) each, within 18 months from the date of allotment of warrants.

**NARESH** Digitally signed  
by NARESH  
**JALAN**  
**JALAN** Date: 2022.10.28  
17:25:16 +05'30'