

RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,
Post Box No. 1, Rajapalaiyam, 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

M/s. BSE Limited,
Floor No.25, P.J. Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 532503

Date : 26-08-2023

Dear Sir,

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

We wish to inform you that the Company had acquired 10,261 Equity Shares of M/s. Clean Max Opus Private Limited having face value of Rs.10/- each for the value of Rs.5,41,47,297/-, consequent to the above purchase our total holding in M/s. Clean Max Opus Private Limited increased from 1,660 Equity Shares to 11,921 Equity Shares.

The disclosure required under Clause (1) of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is enclosed.

Date & Time of occurrence of the event (i.e. credit of shares to our account):
26-08-2023 at 12:00 PM

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For RAJAPALAYAM MILLS LIMITED

A. ARULPRANAVAM
SECRETARY

Encl: As above.

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

Annexure

As per Clause (1) of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

1.	Name of the target entity, details in brief such as size, turnover etc.	<p>M/s. Clean Max Opus Private Limited</p> <p>Authorized Capital – Rs.30,00,000 (3,00,000 Equity Shares of Rs.10/- each)</p> <p>Issued / Subscribed / Paid up capital – Rs.7,18,130 (71,813 Equity Shares of Rs.10/- each)</p> <p>Turnover – NA</p> <p>M/s. Clean Max Opus Private Limited has been incorporated on 18- 03-2023.</p>																																																	
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 "arms-length"	<p>No. Acquisition of shares is not a Related Party Transaction.</p> <p>Promoter Group / Group Companies also acquired Equity Shares in M/s. Clean Max Opus Private Limited for purchase of solar power under Group Captive mode and the details are given below:</p> <table border="1" style="width: 100%; border-collapse: collapse; margin-top: 10px;"> <thead> <tr> <th rowspan="2">Name</th> <th colspan="2">Pre Allotment</th> <th colspan="2">Post Allotment</th> </tr> <tr> <th>No. of Shares</th> <th>%</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td colspan="5">Reporting Entity</td> </tr> <tr> <td>Rajapalayam Mills Limited</td> <td style="text-align: center;">1,660</td> <td style="text-align: center;">16.60%</td> <td style="text-align: center;">11,921</td> <td style="text-align: center;">16.60%</td> </tr> <tr> <td colspan="5">Promoter / Promoter Group / Group Companies</td> </tr> <tr> <td>Rajapalayam Textile Limited</td> <td style="text-align: center;">409</td> <td style="text-align: center;">4.09%</td> <td style="text-align: center;">2,937</td> <td style="text-align: center;">4.09%</td> </tr> <tr> <td>Sandhya Spinning Mill Limited</td> <td style="text-align: center;">774</td> <td style="text-align: center;">7.74%</td> <td style="text-align: center;">5,558</td> <td style="text-align: center;">7.74%</td> </tr> <tr> <td>Sri Vishnu Shankar Mills Limited</td> <td style="text-align: center;">774</td> <td style="text-align: center;">7.74%</td> <td style="text-align: center;">5,558</td> <td style="text-align: center;">7.74%</td> </tr> <tr> <td>The Ramaraju Surgical Cotton Mills Limited</td> <td style="text-align: center;">841</td> <td style="text-align: center;">8.41%</td> <td style="text-align: center;">6,039</td> <td style="text-align: center;">8.41%</td> </tr> <tr> <td>Ramco Industries Limited</td> <td style="text-align: center;">442</td> <td style="text-align: center;">4.42%</td> <td style="text-align: center;">3,174</td> <td style="text-align: center;">4.42%</td> </tr> </tbody> </table>	Name	Pre Allotment		Post Allotment		No. of Shares	%	No. of Shares	%	Reporting Entity					Rajapalayam Mills Limited	1,660	16.60%	11,921	16.60%	Promoter / Promoter Group / Group Companies					Rajapalayam Textile Limited	409	4.09%	2,937	4.09%	Sandhya Spinning Mill Limited	774	7.74%	5,558	7.74%	Sri Vishnu Shankar Mills Limited	774	7.74%	5,558	7.74%	The Ramaraju Surgical Cotton Mills Limited	841	8.41%	6,039	8.41%	Ramco Industries Limited	442	4.42%	3,174	4.42%
Name	Pre Allotment			Post Allotment																																															
	No. of Shares	%	No. of Shares	%																																															
Reporting Entity																																																			
Rajapalayam Mills Limited	1,660	16.60%	11,921	16.60%																																															
Promoter / Promoter Group / Group Companies																																																			
Rajapalayam Textile Limited	409	4.09%	2,937	4.09%																																															
Sandhya Spinning Mill Limited	774	7.74%	5,558	7.74%																																															
Sri Vishnu Shankar Mills Limited	774	7.74%	5,558	7.74%																																															
The Ramaraju Surgical Cotton Mills Limited	841	8.41%	6,039	8.41%																																															
Ramco Industries Limited	442	4.42%	3,174	4.42%																																															

RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,
Post Box No. 1, Rajapalaiyam, 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

		The acquisition of shares is made at arm's length basis.
3.	Industry to which the entity being acquired belongs;	M/s. Clean Max Opus Private Limited is dealing in generation and supply of renewable energy from solar, wind or wind solar hybrid and any other renewable energy sources in form of solar project. NIC code : 35105.
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 object of acquiring the Shares of M/s. Clean Max Opus Private Limited by the Company (Rajapalayam Mills Limited) and other Group Companies is to purchase Solar power under Group Captive mode.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	None
6.	Indicative time period for completion of the acquisition;	Equity Shares credited to our Demat Account on 26-08-2023
7.	Nature of consideration – whether cash consideration or share swap and details of the same;	Cash
8.	Cost of acquisition or the price at which the shares are acquired;	Rs. 5,41,47,297/- [10,261 Shares of face value of Rs.10/- each at an issue price of Rs.5,277 per share (including premium of Rs.5,267 per share)]

RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,
Post Box No. 1, Rajapalaiyam, 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

9.	Percentage of shareholding / control acquired and / or number of shares acquired;	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Particulars</th> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">%</th> </tr> </thead> <tbody> <tr> <td>Holding in M/s. Clean Max Opus Private Limited (Pre-Allotment)</td> <td style="text-align: center;">1,660</td> <td style="text-align: center;">16.60%</td> </tr> <tr> <td>Shares Credited on 26-08-2023</td> <td style="text-align: center;">10,261</td> <td></td> </tr> <tr> <td>Holding in M/s. Clean Max Opus Private Limited (Post-Allotment)</td> <td style="text-align: center;">11,921</td> <td style="text-align: center;">16.60%</td> </tr> </tbody> </table>	Particulars	No. of Shares	%	Holding in M/s. Clean Max Opus Private Limited (Pre-Allotment)	1,660	16.60%	Shares Credited on 26-08-2023	10,261		Holding in M/s. Clean Max Opus Private Limited (Post-Allotment)	11,921	16.60%
Particulars	No. of Shares	%												
Holding in M/s. Clean Max Opus Private Limited (Pre-Allotment)	1,660	16.60%												
Shares Credited on 26-08-2023	10,261													
Holding in M/s. Clean Max Opus Private Limited (Post-Allotment)	11,921	16.60%												
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>M/s. Clean Max Opus Private Limited is a Special Purpose Vehicle (SPV) formed by Clean Max Enviro Energy Solutions Private Limited for development, generation, supply of renewable energy from solar, wind or wind solar hybrid and any other renewable energy sources in form of solar project and park to various consumers in various parts of the country.</p> <p>M/s. Clean Max Opus Private Limited was incorporated on 18-03-2023 and have presence in India.</p> <p>M/s. Clean Max Opus Private Limited is newly incorporated Company and hence history of 3 years turnover is not applicable.</p>												