

BMG Enterprises Ltd.

Regd. Off.: Jindal Towers, Block 'B', 4th Floor, 21/1A/3 Darga Road, Kolkata – 700017
Phone No.: 033-2283-4318; E-mail ID: bmgenterprises2018@gmail.com

19th December, 2022

The Department of Corporate, Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051	Rossell India Limited Jindal Towers, Block - "B", 4 th Floor, 21/1A/3, Darga Road Kolkata – 700 017
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Dear Sirs,

Sub: Submission of Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

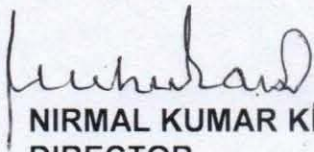
Kindly be advised that we were holder of 10,00,000 0.01% Compulsorily Convertible Preference Shares(CCPS) of Rs.10 each issued to us at Rs.156 per CCPS including Securities Premium of Rs.146 per CCPS on preferential basis. In accordance with the Terms of Issue and allotment of such CCPS, we expressed our desire to convert such CCPS into Equity Shares immediately.

Accordingly, we are pleased to advise you that the Board of Directors of Rossell India Limited (the Target Company) at its meeting held on 16th December, 2022 has allotted to us 10,00,000 Equity Shares of Rs.2 each upon conversion of aforesaid entire CCPS into Equity Shares.

Considering the above, a disclosure in respect of aforesaid allotment of Equity Shares is enclosed, in terms of the provisions of Regulations 29(2) and 29(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to kindly take the above event on your records.

Yours faithfully,
For **BMG Enterprises Limited**



NIRMAL KUMAR KHURANA
DIRECTOR
DIN: 00123297

Encl.: As above

CIN: U51909WB1978PLC256796

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Name of the Target Company (TC)	ROSSELL INDIA LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>- BMG Enterprises Limited (Acquirer)</p> <p><u>Name of Person Acting in Concert(PAC):</u></p> <p>-BMG Enterprises Limited; (Acquirer)</p> <p>-BMG Investments Private Limited;</p> <p>-Harvin Estates Private Limited;</p> <p>-Mr. Harsh Mohan Gupta;</p> <p>-Mrs. Vinita Gupta;</p> <p>-Mr. Rishab Mohan Gupta</p> <p>-Ms. Samara Gupta</p>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting Capital Wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	2,37,31,795	64.67	62.96
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	N.A	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
d) Warrants /convertible securities#/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (# 0.01% Compulsorily Convertible Preference Shares)	10,00,000	N.A.	2.65
e) Total (a+b+c+d)	2,47,31,795	64.67	65.61

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Details of acquisition/sale

a) Shares carrying voting rights acquired/ sold	10,00,000	N.A.	2.65
b) VRs acquired / sold otherwise than by shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	N.A.	N.A.	N.A.
d) Shares encumbered / invoked/ released by the acquirer	N.A.	N.A.	N.A.
e) Total (a+b+c+/-d)	10,00,000	N.A.	2.65

After the acquisition/sale, holding of:

a) Shares carrying voting rights	2,47,31,795	64.67	65.61
b) Shares encumbered with the acquirer	N.A.	N.A.	N.A.
c) VRs otherwise than by shares	N.A.	N.A.	N.A.
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) acquired/ Sold	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	2,47,31,795	64.67	65.61

Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.). Allotment of 10,00,000 Equity Shares of Rs.2 each upon Conversion of 10,00,000 0.01% Compulsorily Convertible Preference Shares of Rs.10 each.

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable 16.12.2022

Equity share capital / total voting capital of the TC before the said acquisition / Sale 3,66,96,475

Equity share capital/ total voting capital of the TC after the said acquisition / Sale 3,76,96,475

Total diluted share/voting capital of the TC after the said acquisition/Sale 3,76,96,475



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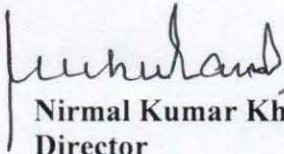
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(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under As per Regulation 31(1)(b) of SEBI(LODR) Regulations, 2015.

(**) 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.

For **BMG Enterprises Limited**



Nirmal Kumar Khurana
Director
DIN: 00123297



Place: Kolkata
Date: 19.12.2022

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