

Riddhi Portfolio Private Limited

REGD. & CORPORATE OFFICE :
"RAMKRISHNA CHAMBERS"
72, SHAKESPEARE SARANI
KOLKATA - 700 017
WEST BENGAL, INDIA
PHONE : (+91 33) 4054 5900
CIN No. U67120WB1995PTC071066

Date: 14/06/2024

To
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

To
The Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051

BSE SCRIP CODE: 532527

NSE SYMBOL: RKFORGE

To
The Company Secretary
Ramkrishna Forgings Ltd
23, Circus Avenue
Kolkata 700017

Dear Sir,

Sub: - Disclosure in accordance with Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations")


With reference to subject matter, we hereby inform that 2,26,11,651 Equity shares of Ramkrishna Forgings Limited i.e Target Company, held by Eastern Credit Capital Private Limited, being part of the Promoter stand vested in and transferred to Riddhi Portfolio Private Limited, being part of the Promoter, pursuant to Scheme of Amalgamation of Eastern Credit Capital Private Limited with Riddhi Portfolio Private Limited sanctioned by Hon'ble National Company Law Tribunal, Kolkata Bench (NCLT).

In this connection, we hereby enclose the disclosure in the prescribed format as per the Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take note of the same on your record and acknowledge the receipt of the same.

Thanking You
Yours Faithfully

For Riddhi Portfolio Private Limited


Pawan Kumar Kedia
Director - DIN: 00375557



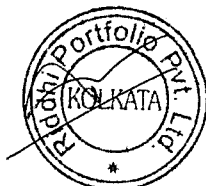
Encl.: As above

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FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

| | | | |
|--|--|--|--|
| 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 | Acquirer -Riddhi Portfolio Private Limited Persons Acting in Concert (PAC) -Naresh Jalan -Chaitanya Jalan -Rashmi Jalan -Naresh Jalan HUF -Ramkrishna Rail and Infrastructure Private Limited -Eastern Credit Capital Private Limited (Amalgamated w.e.f 13.06.2024) -Mahabir Prasad Jalan -Mahabir Prasad Jalan HUF -Radhika Jalan | | |
| 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 | 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 acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | | | |
| -RIDDHI PORTFOLIO PRIVATE LIMITED | 3,79,25,388 | 20.98 | 20.98 |
| -NARESH JALAN | 45,15,425 | 2.50 | 2.50 |
| -CHAITANYA JALAN | 30,47,900 | 1.69 | 1.69 |
| -RASHMI JALAN | 20,94,050 | 1.16 | 1.16 |



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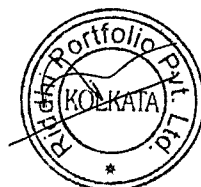
| | | | |
|---|--------------------------------|--------------|--------------|
| -NARESH JALAN HUF | 13,43,750 | 0.74 | 0.74 |
| -RAMKRISHNA RAIL AND INFRASTRUCTURE PRIVATE LIMITED | 65,00,000 | 3.60 | 3.60 |
| -EASTERN CREDIT CAPITAL PRIVATE LIMITED | 2,26,11,651 | 12.51 | 12.51 |
| - MAHABIR PRASAD JALAN | - | - | - |
| - MAHABIR PRASAD JALAN HUF | - | - | - |
| - RADHIKA JALAN | - | - | - |
| TOTAL | 7,80,38,164 | 43.17 | 43.17 |
| a) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | 45,00,000 [#] | 2.49 | 2.49 |
| b) Voting rights (VR) otherwise than by equity shares | - | - | - |
| 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) | - | - | - |
| Total (a+b+c+d) | 7,80,38,164[#] | 43.17 | 43.17 |
| Details of acquisition | | | |
| a) Shares carrying voting rights acquired -RIDDHI PORTFOLIO PRIVATE LIMITED | 2,26,11,651 | 12.51 | 12.51 |
| b) VRs acquired otherwise than by equity shares | - | - | - |
| 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: | - | - | - |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | - | - | - |
| e) Total (a+b+c+/-d) | 2,26,11,651 | 12.51 | 12.51 |



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| After the acquisition, holding of acquirer along with PACs of: | | | |
|---|---|--------------|--------------|
| a) Shares carrying voting rights | | | |
| -RIDDHI PORTFOLIO PRIVATE LIMITED | 6,05,37,039 | 33.49 | 33.49 |
| -NARESH JALAN | 45,15,425 | 2.50 | 2.50 |
| -CHAITANYA JALAN | 30,47,900 | 1.69 | 1.69 |
| -RASHMI JALAN | 20,94,050 | 1.16 | 1.16 |
| -NARESH JALAN HUF | 13,43,750 | 0.74 | 0.74 |
| -RAMKRISHNA RAIL AND INFRASTRUCTURE PRIVATE LIMITED | 65,00,000 | 3.60 | 3.60 |
| -EASTERN CREDIT CAPITAL PRIVATE LIMITED | - | - | - |
| - MAHABIR PRASAD JALAN | - | - | - |
| - MAHABIR PRASAD JALAN HUF | - | - | - |
| - RADHIKA JALAN | - | - | - |
| TOTAL | 7,80,38,164 | 43.17 | 43.17 |
| b) VRs otherwise than by equity shares | - | - | - |
| 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) after acquisition: | - | - | - |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others). | 45,00,000# | 2.49 | 2.49 |
| Total (a+b+c+d) | 7,80,38,164 | 43.17 | 43.17 |
| Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.) | Pursuant to scheme of amalgamation of Eastern Credit Capital Pvt Ltd (ECCPL) with Riddhi Portfolio Pvt Ltd (RPPL) sanctioned by Hon'ble National Company Law Tribunal, Kolkata Bench (NCLT), the shareholding of RPPL in the Target Company has increased from 3,79,25,388 equity shares i.e 20.98% to 6,05,37,039 equity shares i.e. 33.49%, as 2,26,11,651 equity shares i.e 12.51% held by ECCPL stand vested in and | | |





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| | |
|--|---|
| | transferred to RPPL. Further, ECCPL (since amalgamated), cease to exist. |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | NA |
| Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | 13.06.2024 (Being the effective date of Amalgamation) |
| Equity share capital / total voting capital of the TC before the said acquisition | 18,07,76,179 Equity Shares of Rs. 2/- each |
| Equity share capital/ total voting capital of the TC after the said acquisition | 18,07,76,179 Equity Shares of Rs. 2/- each |
| Total diluted share/voting capital of the TC after the said acquisition | 18,07,76,179 Equity Shares of Rs. 2/- each |

The 45,00,000 Equity Shares in the nature of encumbrance form part of the Equity Shares held by Riddhi Portfolio Private Limited and thus have not been included for the purposes of calculation of total holding.

For Riddhi Portfolio Private Limited

Pawan Kumar Kedia

Director : 00375557

Place: Kolkata

Date: 14/06/2024

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.