

RAMGOPAL INVESTMENT & TRADING CO. PVT. LTD.



Regd Office : 701, Tulsiani Chambers, Free Press Journal Marg,
Nariman Point, Mumbai 400 021, India
Tel: + 91 22 2283 4838 / 2284 3825 / 6139 6800 Fax: + 91 22 2285 1085
E-mail : ramgopal@ramgopalpolytex.com
CIN: U65990MH1980PTCO22255

Date: May 28, 2024

To,

BSE Limited Listing Department P. J. Tower, Dalal Street, Mumbai -400 001 SCRIP CODE: 514223	The Calcutta Stock Exchange Association Ltd 7, Lyons Range, Murgighata, Dalhousie, Calcutta - 700001 SCRIP CODE: 10028131
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Subject: Disclosures under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"), to Stock Exchanges.

Dear Sir/Madam,

With reference to captioned subject, we hereby enclose the disclosures under Regulation 29(2) of the SEBI SAST Regulations in respect of acquisition of 18,39,100 (12.69%) equity shares pursuant to Scheme of Amalgamation of Ramgopal Textiles Limited and Tarapur Synthetics Private Limited ("**Transferor Companies**") with Ramgopal Investment And Trading Company Private Limited ("**Transferee Company**") and their respective Shareholders and Creditors as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") vide Order dated April 17, 2024, which shall be effective after filing of said NCLT order with Ministry of Corporate Affairs ("MCA"). The Company has received the certified copy of the said NCLT order on April 24, 2024 and the same has been filed with MCA (in e-Form INC 28) on May 27, 2024.

You are requested to take the above information on records and disseminate the same on your respective websites.

Thanking you,

Yours faithfully,

For, **Ramgopal Investment And Trading Company Private Limited**

Sanjay Jatia
Director
(DIN: 00913405)

Encl.: Disclosures under Regulation 29(2) of the SEBI SAST Regulations.

CC:
The Company Secretary
Ramgopal Polytex Limited
Greentex Clearing House, B-1, 2 & 3, Gosrani Compound,
Rehnal Village, Bhiwandi, Thane - 421302

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Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1)	Name of the Target Company (TC)	Ramgopal Polytex Limited CIN: L17110MH1981PLC024145		
2)	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	As per Annexure I		
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	i) BSE Limited ii) The Calcutta Stock Exchange Association Limited		
5)	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 (**)
6)	Before the acquisition under consideration, holding of:			
	a) Shares carrying voting rights (Refer Annexure I)	65,91,796	45.46%	45.46%
	b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	N.A	N.A
	c) Voting rights (VR) otherwise than by shares	NIL	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 (specify holding in each category)	NIL	N.A	N.A
	e) Total (a+b+c+d)	65,91,796	45.46%	45.46%
7)	Details of acquisition /sale			
	a) #Shares carrying voting rights acquired / sold (Refer Annexure I)	#18,39,100	#12.69%	#12.69%
	b) VRs acquired /sold otherwise than by shares	NIL	N.A	N.A
	c) Warrants/convertible	NIL	N.A	N.A

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	securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
	d) Shares encumbered / invoked / released by the acquirer	NIL	N.A	N.A
	e) Total (a+b+c+d)	18,39,100	12.69%	12.69%
8)	After the acquisition / sale, holding of:	65,91,796	45.46%	45.46%
	a) Shares carrying voting rights acquired (Refer Annexure I)			
	b) Shares encumbered with the acquirer	NIL	N.A	N.A
	c) VRs otherwise than by shares	NIL	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) after acquisition	NIL	N.A	N.A
	e) Total (a+b+c+d)	65,91,796	45.46%	45.46%
9)	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition pursuant to amalgamation of Ramgopal Textiles Limited and Tarapur Synthetics Private Limited (" Transferor Companies ") with Ramgopal Investment And Trading Company Private Limited (" Transferee Company ") as per the Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Mumbai Bench (" NCLT ") vide its Order pronounced on April 17, 2024 which shall be effective after filing of said NCLT order with Ministry of Corporate Affairs (" MCA "). The certified copy of the said NCLT order received on April 24, 2024 and the same has been filed with MCA (in e-Form INC 28) on May 27, 2024.		
10)	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Acquisition pursuant to amalgamation of Transferor Companies with Transferee Company as per the Scheme of Amalgamation approved by the NCLT, Mumbai Bench.		

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		The NCLT order has been effective from May 27, 2024 as the certified copy of the NCLT order has been filed with MCA (in e-Form INC 28) on May 27, 2024.
11)	Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs 14,50,00,000/- consisting of 1,45,00,000 equity shares of Rs 10/- each.
12)	Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs 14,50,00,000/- consisting of 1,45,00,000 equity shares of Rs 10/- each.
13)	Total diluted share/voting capital of the TC after the said acquisition	Rs 14,50,00,000/- consisting of 1,45,00,000 equity shares of Rs 10/- each.

(*) 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 the Securities and Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (previously covered under Clause 35 of the Listing Agreement).

(**) 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.

(#) Acquisition pursuant to amalgamation of Ramgopal Textiles Limited and Tarapur Synthetics Private Limited ("**Transferor Companies**") forming part of promoter group of Target Company with Ramgopal Investment And Trading Company Private Limited ("**Transferee Company**") forming part of promoter group of Target Company as per the Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Mumbai Bench ("**NCLT**") vide its Order pronounced on April 17, 2024 which shall be effective after filing of said NCLT order with Ministry of Corporate Affairs ("**MCA**"). The certified copy of the said NCLT order received on April 24, 2024 and the same has been filed with MCA (in e-Form INC 28) on May 27, 2024. There is no change in the shareholding of the promoter and promoter group

For **Ramgopal Investment And Trading Company Private Limited**

Sanjay Jatia
Director
(DIN: 00913405)

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Annexure I

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer

Sr. No.	Name of the Promoters/ Promoter Group	Category	Details before the Acquisition		Details of the Acquisition		Details After the Acquisition	
			No. of Shares	% of Holding	No. of Shares Acquired	% of Holding Acquired	No. of Shares	% of Holding
1)	Ramgopal Textiles Limited	Promoter Group	16,39,500	11.31			Nil	Nil
2)	Tarapur Synthetics Private Limited	Promoter Group	1,99,600	1.38			Nil	Nil
3)	Ramgopal Investment And Trading Company Private Limited	Promoter Group	8,22,196	5.67	*18,39,100	*12.69	26,61,296	18.36
4)	Mohanlal R Jatia	Promoter	12,35,400	8.52			12,35,400	8.52
5)	Mohanlal S Jatia HUF	Promoter Group	27,000	0.19			27,000	0.19
6)	Sanjay M Jatia	Promoter	5,61,800 [#]	3.87			5,61,800 [#]	3.87
7)	Sanjay M Jatia (holding on behalf of J. M. Trading Corporation partnership firm with other partner)	Promoter Group	4,55,000	3.14			4,55,000	3.14
8)	Sanjay M Jatia (holding on behalf of Ramgopal & Sons, partnership firm with other partner)	Promoter Group	2,03,500	1.40			2,03,500	1.40
9)	Sanjay M Jatia (holding on behalf of Kalpana Trading Corporation, partnership firm with other partner)	Promoter Group	5,64,800	3.90			5,64,800	3.90
10)	Ramgopal Synthetics Limited	Promoter Group	8,83,000	6.09			8,83,000	6.09
	Total		65,91,796	45.46			65,91,796	45.46

*Acquisition of 18,39,100 (12.69%) equity shares pursuant to Scheme of Amalgamation of Ramgopal Textiles Limited and Tarapur Synthetics Private Limited ("**Transferor Companies**") with Ramgopal

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Investment And Trading Company Private Limited ("**Transferee Company**") as per the Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Mumbai Bench.

Mr. Sanjay M Jatia, the promoter of Ramgopal Polytex Limited holds 61,800 (Sixty One Thousand Eight Hundred) equity shares in the Company in an individual capacity under demat account no. IN30047640409278. He is also partner in Kalpana Trading Corporation partnership firm and holds 5,00,000 (Five Lakhs) equity shares on behalf of Kalpana Trading Corporation jointly with the other partner(s), (Demat Account: IN30047640442142) on his name with his individual PAN, and hence we are giving total of both the shares under one name due to PAN clubbing.