

**Rijul Arora  
Roopica Arora**

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**26.10.2023**

The Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Scrip Code: 519097**

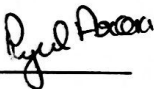
**Sub: Intimation Under Regulation 10(5) In Respect of The Proposed Acquisition Under Regulation 10(1)(a)(ii) of The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011**

Dear Sir/Madam

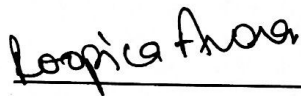
The requisite intimation under Regulation 10(5) in respect of our proposed acquisition of 15.21% of the share capital of **Ritesh International Limited** by way of gift of shares.

This being a transfer amongst co-promoters i.e. Mr. Rijul Arora, Mrs. Roopica Arora and Mr. Ritesh Arora, is exempt from the obligation to make an open offer under Regulation 3 and Regulation 4 as per the provisions of Regulation 10(1)(a)(ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

This is for your information and records.

  
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**Rijul Arora**

  
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**Roopica Arora**

**CC: Ritesh International Limited**

**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	<b>RITESH INTERNATIONAL LIMITED</b> (Scrip Code 519097 – BSE)
2.	Name of the acquirer(s)	Rijul Arora and Roopica Arora
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its Promoters	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Ritesh Arora Rijul Arora
	b. Proposed date of acquisition	On or after 02.11.2023
	c. Number of shares to be acquired from each person mentioned in 4(a) above	a) Ritesh Arora to Rijul Arora – 822133 b) Ritesh Arora to Roopica Arora - 100000 c) Rijul Arora to Roopica Arora - 378414
	d. Total shares to be acquired as % of share capital of TC	19.63 % of the share capital of TC (however net effect of transfer is 15.21%)
	e. Price at which shares are proposed to be Acquired	Zero consideration involved as it is a transaction of gift to immediate relative
	f. Rationale, if any, for the proposed transfer	Off Market transfer by way of gift: a) Ritesh Arora (Promoter) to his brother Rijul Arora (Promoter) b) Ritesh Arora (Promoter) to his sister Roopica Arora (Promoter) c) Rijul Arora (Promoter) to his sister Roopica Arora (Promoter)  The %age of Promoter Group shall remain same as the acquirer being immediate relative is in the Promoters Group.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer	Regulation 10(1)(a)(ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not applicable there is no consideration involved being a transaction of gift to immediate relative
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable there is no consideration involved being a transaction of gift to immediate relative
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable there is no consideration involved being a transaction of gift to immediate relative

*Rijul Arora*

*Roopica Arora*

9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	We, hereby confirm, that the transferor and transferee have/will complied/comply with applicable disclosure requirements in chapter V of the Takeover Regulations, 2011.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We, hereby confirm, that all the conditions specified under Regulation 10(1)(a) with respect to exemption have been duly complied with			
11.	Shareholding details	Before the Proposed transaction		After the Proposed Transaction	
		No. of Shares /voting Rights	% w.r.t total share capital of TC	No. of Shares /voting Rights	% w.r.t Total Share Capital of TC
	A	Acquirer(s) and PACs (other than sellers) (*)		As Per Annexure-A	
	B	Seller (s)			

**Note:**

1. The Shareholding of Mr. Ritesh Arora is considered including the shares to be acquired by him through transmission resulted after the demise of Rajiv Arora. The transmission of shares is under process and will be completed before the date of proposed transfer of shares, as aforesaid.

(\*) Shareholding of each entity may be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

  
Rijul Arora

**Date: 26.10.2023**  
**Place: Ludhiana**

  
Roopica Arora

**26.10.2023**  
**Ludhiana**

**Annexure - A**

**Transaction 1**

Shareholding Details		Before Proposed Transaction		After the proposed transaction	
A	Acquirer and PAC (Other than Seller)	Number of Shares	% w.r.t. total Share capital of TC	Number of Shares	% w.r.t. total Share capital of TC
	Promoter & Promoter Group				
	Mr. Rijul Arora (Immediate Relative) - Acquirer	802546	9.38	2003093	23.42
	Mr. Roopica Arora (Immediate Relative) - Acquirer	225800	2.64	325800	3.81
	Total	1028346	12.02	2328893	27.23

B	Seller/Transferor	Number of Shares	% w.r.t. total Share capital of TC	Number of Shares	% w.r.t. total Share capital of TC
	Promoter & Promoter Group				
	Ritesh Arora (Immediate Relative)	2925226	34.20	1624679	19.00

**Transaction 2**

Shareholding Details		Before Proposed Transaction		After the proposed transaction	
A	Acquirer and PAC (Other than Seller)	Number of Shares	% w.r.t. total Share capital of TC	Number of Shares	% w.r.t. total Share capital of TC
	Promoter & Promoter Group				
	Mr. Roopica Arora (Immediate Relative) - Acquirer	325800	3.81	704214	8.23
	Total	325800	3.81	704214	8.23

B	Seller/Transferor	Number of Shares	% w.r.t. total Share capital of TC	Number of Shares	% w.r.t. total Share capital of TC
	Promoter & Promoter Group				
	Rijul Arora (Immediate Relative)	2003093	23.42	1624679	19.00

*Rijul Arora*

*Roopica Arora*



**Consolidated after both Transactions**

Shareholding Details		Before Proposed Transaction		After the proposed transaction	
A	Acquirer and PAC	Number of Shares	% w.r.t. total Share capital of TC	Number of Shares	% w.r.t. total Share capital of TC
	<b>Promoter &amp; Promoter Group</b>				
	Mr. Rijul Arora (Immediate Relative) - Acquirer	802546	9.38	1624679	19.00
	Mr. Roopica Arora (Immediate Relative) - Acquirer	225800	2.64	704214	8.23
	Mr. Ritesh Arora (Immediate Relative) - Transferor	2925226	34.20	1624679	19.00
	<b>Total</b>	<b>3953572</b>	<b>46.23</b>	<b>3953572</b>	<b>46.23</b>

*Rijul Arora*      *Roopica Arora*