

SEC:SB:433

16th September, 2024

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051

SCRIP CODE: RPSGVENT

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 542333

Sub: Subsidiary Company- Intimation under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Madam/Sir (s),

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we would like to inform that, M/s. Herbolab India Private Limited ("Herbolab"), a wholly owned subsidiary of the Company, has acquired, earlier today, 100% shareholding of M/s. Spectrum Delight Private Limited ("Spectrum"), a Company incorporated under the Companies Act, 2013 and consequently Spectrum has become the step-down subsidiary of the Company effective today i.e. 16th September, 2024.

The details required to be furnished in compliance with Regulation 30 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 is enclosed herewith as "Annexure-A".

Yours faithfully,

For **RPSG Ventures Limited**

Sudip Kumar Ghosh
Company Secretary and Compliance Officer

Annexure-A

	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Spectrum Delight Private Limited (CIN: U47810WB2024PTC269234) (“Spectrum”) is in the business of providing consultancy advisory services, and curation of personalized wellness solutions and products, both physically and virtually, under various brands directly or indirectly, in India and/ or in foreign jurisdictions. The Company is yet to commence any commercial operations. Turnover- Nil
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 “arm’s length”	Yes, it is a related party transaction as Herbolab India Private Limited (“Herbolab”) has acquired a portion of Spectrum’s shares from one of the non-promoter related parties of the Company. For further details in relation to consideration etc. refer points 8 and 9 below. The transaction is done at arm’s length basis. The Promoter/Promoter Group/ Group Companies do not have any interest in Spectrum.
3.	Industry to which the entity being acquired belongs	Spectrum is engaged in following businesses: Consultancy/ advisory services; and Manufacturing and sale of ayurvedic health and wellness products
4.	Objects and impact 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)	Herbolab has acquired Spectrum with a view to expand business relating to consultancy/ advisory services, and manufacturing ayurvedic health and wellness products.
5.	Brief details of any governmental or regulatory approvals required for the Acquisition	Not Applicable
6.	Indicative period for completion of the acquisition	16 th September, 2024
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration

8.	Cost of acquisition and/or the price at which the shares are acquired	100% equity shares of Spectrum have been acquired by Herbolab (a wholly owned subsidiary of the Company) by acquiring 10,000 Equity Shares of Rs. 10/- each for an aggregate consideration amounting to INR 100,000/-				
9.	Percentage of shareholding /control acquired and /or number of shares acquired	100% equity shares of Spectrum have been acquired by Herbolab (a wholly owned subsidiary of the Company) by acquiring 10,000 Equity Shares of Rs. 10/- each for an aggregate consideration amounting to INR 100,000/-				
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>Spectrum was incorporated on 16th March, 2024 in the state of West Bengal, India. It is in the business of providing consultancy/advisory services, and curation of personalized wellness solutions and products, both physically and virtually, under various brands directly or indirectly, in India and/ or in foreign jurisdictions. Presently, Spectrum does not have a presence in any other country.</p> <p>Turnover during the last three years are as follows:</p> <table border="1" data-bbox="776 1024 1521 1100"> <thead> <tr> <th data-bbox="776 1024 1144 1066">Year</th> <th data-bbox="1144 1024 1521 1066">Turnover (Amount in Rs.)</th> </tr> </thead> <tbody> <tr> <td data-bbox="776 1066 1144 1100">2023-24</td> <td data-bbox="1144 1066 1521 1100">Nil</td> </tr> </tbody> </table>	Year	Turnover (Amount in Rs.)	2023-24	Nil
Year	Turnover (Amount in Rs.)					
2023-24	Nil					