



RAMKRISHNA FORGINGS LIMITED

Date: 3rd May, 2024

To The Listing Department BSE Limited PJ Towers Dalal Street Mumbai - 400 001 BSE SCRIP CODE: 532527	To The Listing Department National Stock Exchange of India Limited “Exchange Plaza” C-1, Block G Bandra- Kurla Complex, Bandra (E) Mumbai- 400051 NSE SYMBOL: RKFORGE
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Dear Sir / Madam,

Sub: **Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Newspaper Publication**

We enclose herewith the copies of Extract of Statement of the Consolidated Audited Financial Results of the Company for the Quarter and Year ended 31st March, 2024 published in Business Standard (English), Business Line (English), Financial Express (English) and Aajkal (Bengali) on 3rd May, 2024.

Copy of the same is being also made available on the website of the Company at www.ramkrishnaforgings.com.

We request you to kindly take the abovementioned information on record and oblige.

Thanking you.

Yours truly,
For Ramkrishna Forgings Limited

Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991

Encl.: As above



REGISTERED & CORPORATE OFFICE

23 CIRCUS AVENUE, KOLKATA 700017, WEST BENGAL, INDIA

PHONE : (+91 33)4082 0900 / 7122 0900, FAX : (+91 33)4082 0998 / 7122 0998, EMAIL :
info@ramkrishnaforgings.com, Website : www.ramkrishnaforgings.com

CIN NO. :L74210WB1981PLC034281

FINANCIAL EXPRESS

- 4) In view of the above parameters, the Offer Price of ₹92/- (Rupees Ninety Two Only) per Equity Share, being higher than the highest price of the above parameters, is satisfied in terms of Regulation 6(2) of SEBI (SAST) Regulations.
- 5) As on the date of this DPS, there has been no corporate action in the Target Company warranting adjustment of relevant price parameter under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirers in accordance with Regulation 8(9) of the SEBI (SAST) Regulations. In the event of any corporate actions such as rights issue, bonus issue, stock split, payment of dividends, reduction of capital, etc., where the ratio of issue for effecting such corporate actions falls below the 25% of the Offer Price Working Day before the commencement of the Tenders Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- 6) As on date of this DPS, there has been no revision in the Offer Price or Offer Size. An upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, may be undertaken by the Acquirers at their discretion in the commencement of 10 days Working Days before the Offer Closing Date. In the event of any revision in the Offer Price or Offer Size, the Acquirers shall (i) make corresponding increases to the offer amount, as set out in paragraph 2 of Part III (Financial Arrangements) of this DPS, pursuant to Regulation 17 prior to such revision; (ii) make a public announcement in the same manner as which DPS has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE and the Target Company at its registered office of such revision. The revised Offer Price would be paid to all Public Shareholders whose Equity Shares are accepted under the Open Offer.

7) If the Acquirers do not agree to accept, within 10 working days from the date of acceptance of the Offer, whether by subscription or, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(9) of SEBI (SAST) Regulations. Provided that no such acquisition shall be made after the 3rd Working Day prior to the commencement of the Tenders Period and until the expiry of the Tenders Period.

- 8) If the Acquirers accept Equity Shares of the Target Company during the period of 10(2) twenty six weeks after the Tenders Period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest price paid or payable for any such acquisition in terms of Regulation 8(9) of SEBI (SAST) Regulations and the Offer Price, within 60 days from the date of acceptance of the Offer, whether by subscription or, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(9) of SEBI (SAST) Regulations. Provided that no such acquisition shall be made after the 3rd Working Day prior to the commencement of the Tenders Period and until the expiry of the Tenders Period.

- 9) If the Acquirers accept Equity Shares of the Target Company during the period of 10(2) twenty six weeks after the Tenders Period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest price paid or payable for any such acquisition in terms of Regulation 8(9) of SEBI (SAST) Regulations and the Offer Price, within 60 days from the date of acceptance of the Offer, whether by subscription or, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(9) of SEBI (SAST) Regulations. Provided that no such acquisition shall be made after the 3rd Working Day prior to the commencement of the Tenders Period and until the expiry of the Tenders Period.

VI. FINANCIAL ARRANGEMENTS

- 1) Assuming full acceptance, the maximum consideration payable under this Open Offer shall be ₹2,53,30,705/- (Rupees Two Crore Fifty Three Lakh Thirty Thousand Seven Hundred and Five only).

- 2) As a security for its obligations for its obligations under Regulation 17(2) of the SEBI (SAST) Regulations, the Acquirers have opened an Escrow Account with Axis Bank Limited having its registered office at "1stFloor, 1st Floor, Axis Bank Building, 100ft Road, Sector 1, Noida, Uttar Pradesh - 201301". The Acquirers shall be bound by the terms and conditions of the Escrow Agreement between the Acquirers and Axis Bank Limited ("Axis Bank") referred to as the "Escrow Bank" in the name and style "Lynn Mackay and Commercial Limited - Open Offer - Escrow Account", pursuant to an Escrow Agreement dated April 24, 2024 entered into by the Manager, the Escrow Bank and the Acquirers ("Escrow Agreement") and have deposited an amount of ₹64,00,000/- (Rupees Sixty Four Lakh Only) being more than 25% of the consideration payable under this Open Offer (assuming full acceptance of the Offer). Axis Bank reserves the right to credit against any amount due to the Acquirers under the Manager to the Escrow Account. The Manager to the Escrow Account has been authorized by the Acquirers to update and release the amounts due to the credit of the Escrow Account, in accordance with the SEBI (SAST) Regulations.

- 3) In case of any upward revision in the Offer Price or Offer Size, a corresponding increase to the issue amount as mentioned above shall be made by the Acquirers, prior to effecting such revision, in terms of Regulation 17(2) of the SEBI (SAST) Regulations.

- 4) The Open Offer obligations shall be met by the Acquirers through internal sources and no borrowings from any bank or financial institutions are availed. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Offer and have made financial arrangements, including with the Escrow Agent, to ensure payment of Equity Shares under the Open Offer in terms of Regulation 17(2) of the SEBI (SAST) Regulations.

- 5) Mr. Kishore Hemwani (Ric. 020494), Proprietor of Mr. K. H. Kishore & Company, Chartered Accountant having firm Registration 103310W has valid certificates dated April 25, 2024 certifying that the Acquirers have adequate financial resources to fulfill all the obligations under the Offer in terms of the SEBI (SAST) Regulations.

- 6) Based on the aforesaid financial arrangements and on the confirmation received from the Escrow Bank and the certificate received from Chartered Accountant, the Manager to the Offer has satisfied about the ability of the Acquirers to implement the Open Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Open Offer confirms that all financial arrangements for the funds and money for payment through Escrow Agent are in place to fulfil the Open Offer obligation.

VII. STATUTORY AND OTHER APPROVALS

- 1) As on the date of this DPS, to the best of the knowledge of the Acquirers, there are no statutory or other approvals required to be obtained from the Prescribed Issuer and the Open Offer, any statutory approvals are required or become applicable prior to completion of the Open Offer, the Offer will be subject to the receipt of such statutory approvals and the Acquirers shall make the necessary applications for such other approvals.

- 2) All Public Shareholders, including non-resident holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the RBI) and submit such approvals along with the other documents required to accept this Offer. In the event such approvals are not obtained, the Acquirers shall not accept the Offer Shares. The Acquirers shall make the necessary applications for such other approvals along with the other documents required to accept this Offer. In the event such approvals are not obtained, the Acquirers reserve the right to reject such Offer Shares. Public Shareholders classified as overseas corporate bodies ("OCBs"), if any, who have issued Equity Shares held by them in the Open Offer period, shall obtain the approval of the RBI under section 14(1A) and section 14(1B) of the Foreign Exchange Management Act, 2007 and file the same with the concerned authorities. Such OCBs shall approach the RBI independently to seek approval to tender the Equity Shares held by them in the Open Offer.

- 3) Where any statutory approval extends to some but not all the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory approvals are

- required in order to complete the Offer.
- 4) Subject to the receipt of statutory and other approvals, if any, the Acquirers shall complete all procedures relating to offering or consideration under this Open Offer within 10 days Working Days from the date of expiry of the Tenders Period to those Public Shareholders whose documents are valid and are in order and are accepted for acquisition by the Acquirers in accordance with Regulation 21 of the SEBI (SAST) Regulations.
- 5) In case of delay in receipt of any statutory or other approvals which may be required by the Acquirers, as per Regulation 17(1)(i) of the SEBI (SAST) Regulations, such date will be extended by the Acquirers to the extent necessary to enable the Acquirers to diligently pursue such approvals, grant an extension of time for the receipt of completion of the Acquirers subject to such terms and conditions as may be specified by SEBI, including payment of interest by the Acquirers to the Public Shareholders whose Offer Shares have been accepted in the Offer, at such rate as may be specified by SEBI from time to time. In accordance with Regulation 18(1) and 18(2) of the SEBI (SAST) Regulations.
- 6) In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that, for reasons outside the responsibility of the Acquirers, such other statutory approvals which become applicable prior to completion of the Offer are not received, then the Acquirers shall have the right to withdraw the Offer. In the event of such a withdrawal of the Offer, the Acquirers (through the Manager) shall, within 2 (two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

	Date	Time	Day
Issue of Public Announcement (PA)	April 25, 2024	Thursday	
Publication of Detailed Public Statement in the newspapers	May 03, 2024	Friday	
Last date of filing Draft Letter of Offer with SEBI	May 10, 2024	Friday	
Last date for public announcements for competing offers	May 27, 2024	Monday	
Last date for receipt of comments from SEBI on Draft Letter of Offer	June 03, 2024	Monday	
Finalized Date*	June 05, 2024	Wednesday	
Delivery of Final Letter of Offer to be electronically dispatched to Public Shareholders, where Equity Shares are listed on the system of members of the Stock Exchange	June 12, 2024	Wednesday	
Last Date by which the committee of the independent Directors of the Target Company shall publish its recommendation	June 14, 2024	Friday	
Last date for upward revision of the Offer Price and/or the Offer Size	June 19, 2024	Wednesday	
Last date of publication of Open Offer announcement	June 19, 2024	Wednesday	
Date of commencement of Tenders Period ("Offer Opening Date")	June 20, 2024	Thursday	
Date of expiry of Tenders Period ("Offer Closing Date")	July 03, 2024	Wednesday	
Last Date of communication / rejection / acceptance and completion of the Offer	July 25, 2024	Friday	

*Last date for receipt of comments from SEBI on Draft Letter of Offer

Last date for which the letter of offer is to be displayed on SEBI's website www.sebi.gov.in throughout the trading session or specific intervals by SEBI as mentioned below:

- 7) All Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to approach their respective stock brokers ("Buying Broker"), during the normal trading hours of the secondary market during the Tendering Period.
- 8) A separate Acquisition Window will be provided by the BSE to facilitate placing of sell orders. The Selling Brokers can enter orders for investors holding Equity Shares in physical and demat form.
- 9) The Selling Broker would be required to place an order on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition Window in the BSE, in terms of the Master Circular. A letter shall be marked against the Equity Shares tendered in the Offer before placing the same in the concerned Public Shareholders/Selling Brokers, who shall be required to mark them on the relevant Equity Shares. Details of such Equity Shares marked as sold in the demat account of the Public Shareholder shall be advised by the stockbrokers to the Clearing Corporation of India Limited ("Clearing Corporation") by using the procedure described in the Circular.

- 10) The consolidated quantity notice shall be displayed on SEBI's website www.sebi.gov.in throughout the trading session or specific intervals by SEBI as mentioned below:

- 11) In the event the Selling Broker is not registered with BSE, such Public Shareholder can approach any BSE registered stock broker and can register themselves by using quick unlock client code ("QCC") facility through BSE registered stock broker, other submitting all details as may be required by such BSE registered stock Broker in consultation with applicable law. In case the Public Shareholders are unable to register using QCC facility through any other BSE registered broker, Public Shareholders may approach Buying Broker for guidance to place their bids. The requirement of document and procedures may vary from broker to broker.
- 12) As per the provisions of Regulation 40(1) of the SEBI (GDPR) Regulations and SEBI's press release dated December 01, 2018, bearing reference no. PR/49/2018, requests for transfer of securities that not be processed unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. Hence, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CDS/DP/2018/10, the concerned Public Shareholders shall be required to hold their shares in dematerialised form in their demat account in an electronic form. Such holder shall mark on the documents as per the provisions of the SEBI (SAST) Regulations.

- 13) The consolidated quantity notice shall be displayed on SEBI's website www.sebi.gov.in throughout the trading session or specific intervals by SEBI as mentioned below:

- 14) Equity Shares shall be submitted or tendered to the Manager, the Acquirers and / or the Target Company.

- THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER WHICH SHALL BE AVAILABLE ON SEBI'S WEBSITE (WWW.SEBI.GOV.IN).

IX. OTHER INFORMATION

- 1) The Acquirers accept full responsibility for the information contained in the PA and this DPS further as per the provisions of Regulation 20(b) below and for the obligations of the Acquirers laid down in SEBI (SAST) Regulations in respect of relevant laws.

- 2) All the Public Shareholders holding Equity Shares in dematerialised form or physical form, whether registered or unregistered, are eligible to participate in the Open Offer at any time during the Tenders Period of this Offer.

- 3) A Letter of Offer specifying the detailed terms and conditions of this Open Offer along with Form of Acceptance/One-Acceptance/Agreement will be electronically dispatched to all Public Shareholders in accordance with the provision of Companies Act, 2013 whose names are appearing in the register of members of the Target Company at the close of business hours on the specified date. On receipt of request from any Public Shareholder, a copy of the Letter of Offer will be provided to him/her.

- 4) The Acquirers accept full responsibility for the information contained in the PA and this DPS further as per the provisions of Regulation 20(b) below and for the obligations of the Acquirers laid down in SEBI (SAST) Regulations in respect of relevant laws.

- 5) All the Public Shareholders holding Equity Shares in dematerialised form or physical form, whether registered or unregistered, are eligible to participate in the Open Offer at any time during the Tenders Period of this Offer.

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"অপরাজিত" ছবির ডিম্বনট প্রকল্পিত হল বই আকারে। সদাচার্জি
রায়ের ভূগুমিরে বইটির আনন্দানন্দিক প্রাকাশ করলেন সমাজিক-পুরু
ষসমূহের কাছে। হিলেন প্রকাশক সংস্থারের মধ্যে, প্রায়োক ফিল্মসিনেমা
হাস্পন ও পিটিচার্সক অর্থীক দল; বইটি প্রকল্পিত হল দেশ পারিবারিক
থেকে। প্রিম পেজে বোর্ডে আভিষ্ঠ, বঙ্গচলচ্চিত্র প্রতি একটি

আচার্য সদনে আজ জমায়েত যোগ্য শিক্ষক-শিক্ষিকাদের

ଆজକାଳେର ପ୍ରତିବେଦନ

ପୁରେ କାହିଁ ଆଖାତୋଡ ହୁଏ । ମାତ୍ରେ

યાર્ડ ૧૦ કાર્યાલાય નિર્માણ	
(સાંચારિક પાઠ કાર્યાલાય એવા નિર્માણની વિવરાની રૂપાનું આપોયાનું હૈ) અને આપોયાનું હૈ (સાંચારિક પાઠ કાર્યાલાય એવા નિર્માણની વિવરાની રૂપાનું હૈ) અને આપોયાનું હૈ	
નિર્માણ કરાયાની વિવરાની રૂપાનું વિવરાની રૂપાનું હૈ - એવી અધિકારી પ્રકારાની અધિકારી કરતાના	
નિર્માણ કરાયાની વિવરાની રૂપાનું વિવરાની રૂપાનું હૈ	
નિર્માણ કરાયાની વિવરાની રૂપાનું વિવરાની રૂપાનું હૈ	

**ମା ଉଡ଼ାଳପୁଲେ
ଦୂର୍ଘଟନା, ମୃତ୍ୟୁ**

**ପ୍ରାଚୀନ ମାର୍ଗରେ ଲକ୍ଷ ଟିକାରେତୁ ରାଜତ ମାର୍ଗରେ
କରାଯାଇଥିଲା କାହା ନିରିଷ୍ଟକ ଏବଂ ଆର୍ଦ୍ରିତିକରଣରେ**

ପ୍ରକାଶକ ନାମ : ପାତ୍ର ପାତ୍ର
ପ୍ରକାଶନ ତାରିଖ : ୧୯୫୫ ମସିହା
ପ୍ରକାଶକ ଠିକ୍କା : ପାତ୍ର ପାତ୍ର
ପ୍ରକାଶକ ଠିକ୍କା : ପାତ୍ର ପାତ୍ର



କେ ମି ମାଥେର ରୁସଗୋଡ଼ା ହାତେ
ଏକ ଅଧିକ । ହବି: ଆଜିକାଳ

ଶ୍ରୀମଦିବସେ ରସଗୋଟ୍ଟ

ଆଜିନାଲେଇ ଅବିଶେଷ; ଅଧିକରଣ

प्राचीन विद्यालय के अधिकारी ने इसका उत्तर दिया है कि वह एक ग्रन्थालय है। इसका उत्तर यह है कि वह एक ग्रन्थालय है। इसका उत्तर यह है कि वह एक ग्रन्थालय है। इसका उत्तर यह है कि वह एक ग्रन्थालय है।