

**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	RMG Alloy Steel Limited			
2.	Name of the acquirer(s)	WS Alloy Holding Private Limited. (Please refer Note 1)			
3.	Name of the stock exchange where shares of the TC are listed	BSE			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Transfer pursuant to a Scheme of Demerger. (Please refer Note 1)			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(iii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Disclosure not required under regulation 10(5)			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
	a. Name of the transferor / seller	Welspun Steel Limited	Disclosure under regulation 10(5) not required		
	b. Date of acquisition	May 9, 2015			
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	4,32,47,034			
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	39.88%			
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable. This is a transfer of shares pursuant to a Scheme of Arrangement			
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	a. Welspun Steel Limited	4,32,47,034	39.88%	-	-
	b. WS Alloy Holding Private Limited	-	-	4,32,47,034	39.88%

**Note 1:** This is not a direct transfer of shares of the Target Company. The shares are being transferred

from Welspun Steel Limited to WS Alloy Holding Private Limited pursuant to a High Court approved demerger through a Scheme of Arrangement between Welspun Steel Limited (“Demerged Company”) and WS Trading and Holding Private Limited (“Resulting Company 1”) and WS Alloy Holding Private Limited (“Resulting Company 2”) and their respective Shareholders and Creditors under Sections 391 to Section 394 read with Sections 100 to 103 of the Companies Act, 1956.

The transfer of shares of Target Company is exempt from an obligation to make an open offer in terms of Regulation 10(1)(d)(iii) since shareholders of Welspun Steel Limited hold more than 33% of shares in WS Alloy Holding Private Limited pursuant to the Scheme.

**For WS Alloy Holding Private limited**



**Devendra Patil**

**Authorised Signatory**

**May 12, 2015**

**Mumbai**

**Note:**

- (\*) Shareholding of each entity shall 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.

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