April 29, 2016

BSE Limited, P.J.Towers, Dalal Street, Mumbai – 400 001.

National Stock Exchange of India Limited, Bandra Kurla Complex, Bandra East, Mumbai – 400 051.

The Company Secretary
M/s Rajshree Sugars & Chemicals Ltd.
The Uffizi, 338/8 Avanashi Road
Peelamedu
Coimbatore 641 004.

Sirs

Sub: 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–reg.

Please find enclosed herewith the disclosure in Regulation 10(6) in respect of acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by myself and M/s RSCL Properties Pvt. Ltd. from the target company, M/s Rajshree Sugars & Chemicals Limited.

Kindly take the same on your records.

Thanking you

Yours faithfully

RAJSHREE PATHY Authorized Signatory

Encl: Disclosure Form

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

1	Name of the Target Company (TC)	RAJSHREE SUGARS & CHEMI	CALS LIMITED			
2	Name of the acquirers	Ms. Rajshree Pathy				
	1	M/s RSCL Properties (P) Ltd.				
3	Name of the Stock Exchange(s)	BSE Limited				
	where the shares of the TC are listed	National Stock Exchange of India Limited				
4	Details of the transaction including	As per the terms of CDR Scheme of TC approved by the				
	rationale, if any, for the transfer /	CDR Cell vide its approval letter dated 24.3.2014, the				
	acquisition of shares	promoters have brought-in Rs.12.25 Crores as their				
		contribution, in March 2014. Now, as per the requirement				
		of CDR lenders, the said unsecured loan is converted into				
	,	equity shares, by using the exemption provided under				
		Regulation 10(2) of SEBI(SAST) Regulation. SEBI vide				
		its interpretive letter dated 16.2.2016 has				
		clarified/confirmed the exemption. The said interpretive				
	B.1 . 1 . 1 . 1 . 1 . 1	letter is enclosed herewith.				
5	Relevant regulation under which the	Regulation 10(2) of SEBI (SAST) Regulation, 2011				
į	acquirer is exempted from making open offer					
6	Whether disclosure of proposed	Not applicable				
0	acquisition was required to be made	Not applicable				
	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.					
7	Details of acquisition	Disclosures required to be made	Whether the			
		under regulation 10(5)	disclosures under			
Ì			regulation 10(5)			
			are actually made			
	a. Name of the transferor / seller	Not applicable	Not applicable			
	b. Date of acquisition	29.4.2016	Not applicable			
	c. Number of shares / voting rights	17,66,429 equity shares	Not applicable			
	in respect of the acquisitions from	(Ms.Rajshree Pathy)				
	each person mentioned in 7(a) above	14,28,571 equity shares (M/s RSCL Properties Pvt. Ltd)				
	d. Total shares proposed to be	Ms.Rajshree Pathy (7.07%)	Not applicable			
	acquired / actually acquired as a %	M/s RSCL Properties Pvt. Ltd	110t applicable			
	of diluted share capital of TC	(5.72%)				
		1 1				

	e. Price at which shares are	Rs.28/- each (including premium		Rs.28/- each	
	proposed to be acquired / actually	of Rs.18/-)		(including	
	acquired			premium of Rs.18/-	
)	
8	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t	No. of	%
			total share	shares	w.r.t
			capital of	held	total
			TC		share
					capital
					of TC
	a. Each Acquirer / Transferee (*)				
	- Ms.Rajshree Pathy	9550884	38.25	11317313	40.18
	- M/s RSCL Properties Pvt.	20760	0.08	1449331	5.15
	Ltd.	,			
	Total	9571644	38.33	12766644	45.33

Note: Paidup capital of TC prior to the Acquisition: 2,49,71,700 equity shares of Rs.10/- each Paidup capital TC after the Acquisition : 2,81,66,700 equity shares of Rs.10/- each

RAJSTREE PATHY Authorized Signatory

Place: Coimbatore Date: 29th April 2016

Enc: SEBI Interpretive letter dated 16th February 2016