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# HIGAIN INVESTMENTS PRIVATE LIMITED

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REGD. OFFICE: 181-C, WESTERN AVENUE, SAINIK FARMS, NEW DELHI-110062 CIN : U74899DL1990PTC038893

Date: 28<sup>th</sup> March, 2017

To, The General Manager, Department of Corporate Services, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	To, The Manager, Listing Compliance Department National Stock Exchange of India Limited (NSE) Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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**Sub: Intimation under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

Please find enclosed the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding acquisition (inter-se transfer) by way of gift of 12,56,100 Equity Shares of Re.1/- each (fully paid) being 0.928% of the paid up share capital of M/s. Rico Auto Industries Limited ("Target Company") from Rico Castings Limited and 62,87,888 Equity Shares of Re.1/- each (fully paid) being 4.648% of the paid up capital of Target Company from Kapsons Associates Investments Private Limited, aggregating to 75,43,988 equity shares of Re.1/- each (fully paid), being 5.576% of the paid up share capital of Target Company, among the promoter group as a consequence of re-alignment of promoter shareholding pursuant to family settlement.

This is for your information and records.

Kindly acknowledge receipt.

Thanking you,  
Yours faithfully

for Higain Investments Private Limited

*Rakesh Kapur*  
Rakesh Kapur  
Director  
DIN: 00100359



Encl. as above

CC: Rico Auto Industries Limited  
38 KM Stone, Delhi-Jaipur Highway,  
Gurugram – 122001, Haryana

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## ANNEXURE – 2

### Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Rico Auto Industries Limited				
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer</b> Higain Investments Private Limited  <b>Promoter Group (other than Seller)</b>  Arvind Kapur Arun Kapur Rakesh Kapur Shalini Kapur Upasna Kapur Ritu Kapur Nyla Kapur Samarth Kapur Shivani Kapur Romilla Bahl Promilla Sikka				
Whether the acquirer belongs to Promoter/ Promoter Group	Yes, Promoter Group				
Name(s) of the Stock Exchange(s) where the shares of TC are listed	BSE Limited and National Stock Exchange of India Limited				
Details of the acquisition/disposal as follows	Number	% w.r.t. total		% w.r.t. total diluted	
		share capital of TC	voting capital of TC	share capital of TC	voting capital of TC
<b>Before the acquisition under consideration, holdings of:</b>					
a) Shares carrying voting rights	26,640	0.02	0.02	0.02	0.02
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking /Others)	N.A	N.A	N.A	N.A	N.A
c) Voting Rights (VR) otherwise than by equity shares	N.A	N.A	N.A	N.A	N.A
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	N.A	N.A	N.A	N.A	N.A
<b>e) Total (a+b+c+d)</b>	<b>26,640</b>	<b>0.02</b>	<b>0.02</b>	<b>0.02</b>	<b>0.02</b>

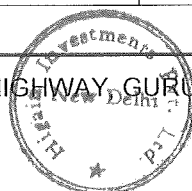


*Rakesh Kapur*

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Details of acquisition					
a) Shares carrying voting rights acquired from:					
i) Rico Castings Limited	12,56,100	0.928%	0.938%	0.928%	0.938%
ii) Kapsons Associates Investments Private Limited	62,87,888	4.648%	4.696%	4.648%	4.696%
<b>Total</b>	<b>75,43,988</b>	<b>5.576%</b>	<b>5.634%</b>	<b>5.576%</b>	<b>5.634%</b>
b) VRs acquired otherwise than by equity shares	N.A.	N.A.	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired.	N.A.	N.A.	N.A.	N.A.	N.A.
d) Shares encumbered/invoked/ released by acquirer	N.A.	N.A.	N.A.	N.A.	N.A.
<b>e) Total (a+b+c+d)</b>	<b>75,43,988</b>	<b>5.576%</b>	<b>5.634%</b>	<b>5.576%</b>	<b>5.634%</b>
After the acquisition, holding of:					
a) Shares carrying voting rights	75,70,628	5.596%	5.655%	5.596%	5.655%
b) Shares encumbered with the acquirer	N.A.	N.A.	N.A.	N.A.	N.A.
c) VRs otherwise than by equity shares	N.A.	N.A.	N.A.	N.A.	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	N.A.	N.A.	N.A.	N.A.	N.A.
<b>e) Total (a+b+c+d)</b>	<b>75,70,628</b>	<b>5.596%</b>	<b>5.655%</b>	<b>5.596%</b>	<b>5.655%</b>
Mode of acquisition/sale (e.g. open market/off-market/ public issue/ rights issue/preferential allotment/ inter-se transfer etc.).	Inter-se transfer of equity shares through off market transaction by way of gift among qualifying persons under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as a consequence of re-alignment of promoter shareholding pursuant to family settlement.				
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable.	27/03/2017				
Equity Share Capital/total voting capital of the TC before the said acquisition/ sale.	Equity Share Capital -13,52,85,000 Total Voting Capital – 13,38,81,680*				
Equity Share Capital/total voting capital of the TC after the said acquisition/sale.	Equity Share Capital -13,52,85,000 Total Voting Capital – 13,38,81,680*				
Total diluted share/voting capital of the TC after the said acquisition.	Equity Share Capital -13,52,85,000 Total Voting Capital – 13,38,81,680*				



*Rakesh Kapur*

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\*Total Voting Capital is calculated after deducting the equity shares transferred to suspense account (i.e. 14,03,320) as disclosed in the shareholding pattern filed to the Stock Exchanges for the quarter ended 31<sup>st</sup> December, 2016.

for Higain Investments Private Limited



*Rakesh Kapur*  
Rakesh Kapur  
Director  
DIN: 00100359

Date : 28<sup>th</sup> March, 2017  
Place : Gurugram

(\*) Total share capital/voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.