

# KAPSONS ASSOCIATES INVESTMENTS PVT. LTD.

38 K.M. STONE, DELHI- JAIPUR HIGHWAY GURGAON 122001, HARYANA TEL.: (91) (0124) 2824000 FAX: (91) (0124) 2824200

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 Inter-se transfer by way of gift of 62,87,888 equity shares of Re.1/- each (4.648%) (fully paid) of M/s. Rico Auto Industries Limited ("Target Company") to Higain Investments Private Limited, Promoter group, as a consequence of re-alignment of promoter shareholding pursuant to family settlement.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,  
Yours faithfully

for **Kapsons Associates 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>Seller</b> Kapsons Associates Investments Private Limited  <b>Acquirer</b> Higain Investments Private Limited  <b>Promoter Group (other than Acquirer and 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	3,89,17,050	28.767%	29.068%	28.767%	29.068%
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.
e) Total (a+b+c+d)	3,89,17,050	28.767%	29.068%	28.767%	29.068%

*Rakesh Kapur*

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<b>Details of acquisition/sale</b>					
a) Shares carrying voting rights acquired/ sold to Higain Investments Pvt. Ltd.	62,87,888	4.648%	4.696%	4.648%	4.696%
b) VRs acquired/sold 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/sold.	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.
e) Total (a+b+c+d)	<b>62,87,888</b>	<b>4.648%</b>	<b>4.696%</b>	<b>4.648%</b>	<b>4.696%</b>
<b>After the acquisition/sale, holding of:</b>					
a) Shares carrying voting rights	3,26,29,162	24.119%	24.372%	24.119%	24.372%
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.
e) Total (a+b+c+d)	<b>3,26,29,162</b>	<b>24.119%</b>	<b>24.372%</b>	<b>24.119%</b>	<b>24.372%</b>
Mode of acquisition/sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc.).	Inter-se transfer (Disposed off) 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 <sup>th</sup> March, 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 Kapsons Associates 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.