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

Date: 16th 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, 5th Floor, Plot No. C/1, G Block,

Bandra Kurla Complex, Bandra (East),

Mumbai – 400051

Sub: Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir

Please find enclosed the disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding proposed acquisition (inter-se transfer) by way of gift of 1256100 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 TC from Kapsons Associates Investments Private Limited, aggregating to 75,43,988 equity shares of Re.1/- each fully paid up of, being 5.576% of the paid up capital of TC, among the promoter group.

The above acquisition is inter-se transfer of equity shares of the Target Company amongst qualifying persons, within the meaning of Regulation 10(1)(a)(ii) of (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you, Yours faithfully

for Higain Investments Private Limited

Rakesh Kapur Rakesh Kapur Director

DIN: 00100359

DIIV. 00 100000

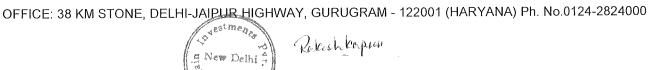
Encl. as above

Cc 1) Rico Auto Industries Limited 38 KM Stone, Delhi-Jaipur Highway, Gurugram – 122001, Haryana

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

<u>Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) (ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</u>

1.	Name of the Target Company (TC)	Rico Auto Industries Limited 38 KM Stone, Delhi-Jaipur Highway, Gurugram – 122001, Haryana
2.	Name of the acquirer(s)	Higain Investments Private Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes. Higain Investments Private Limited is part of the Promoter Group of the Target Company, as disclosed in Shareholding Pattern filed by the TC.
4.	Details of the proposed acquisition	
a.	Name of the person(s) from whom shares are to be acquired	Promoters of the TC: (i) Rico Castings Limited (RCL) (ii) Kapsons Associates Investments Private Limited (KAPSONS)
b.	Proposed date of acquisition	On or after Thursday, 23 rd March, 2017
C.	Number of shares to be acquired from each person mentioned in 4(a) above	(i) 1256100 Equity Shares of Re.1/- each (fully paid) being 0.928% of the paid up share capital of TC from RCL (ii) 62,87,888 Equity Shares of Re.1/- each (fully paid) being 4.648% of the paid up capital of TC from KAPSONS
d.	Total shares to be acquired as % of share capital of TC	5.576% (75,43,988 Equity Shares)
e.	Price at which shares are proposed to be acquired	Nil (since shares are proposed to be gifted)
f.	Rationale, if any, for the proposed transfer	Inter-se Transfer of Equity Shares through off market transaction by way of Gift among qualifying persons as a consequence of re- alignment of promoter shareholding pursuant to family settlement.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii)
6.		Not Applicable (since shares are proposed to be gifted)



REGD. OFFICE: 181-C, WESTERN AVENUE, SAINIK FARMS, NEW DELHI-110062 CIN: U74899DL1990PTC038893 If in-frequently traded, the price as Not Applicable (since shares are proposed to 7. determined in terms of clause (e) of subbe gifted) regulation (2) of regulation 8. Declaration by the acquirer, that the 8. Not Applicable (since shares are proposed to acquisition price would not be higher by be gifted) more than 25% of the price computed in point 6 or point 7 as applicable. (i) It is hereby declared that the transferor and 9. (i) Declaration by the acquirer, that the transferor and transferee have complied transferee have complied with the applicable disclosure requirements in Chapter V of the (during 3 years prior to the date of proposed acquisition) / will comply with Takeover Regulations, 2011. applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) (ii) Copies of the disclosures made during previous 3 years prior to the date of the (ii) The aforesaid disclosures made proposed acquisition enclosed during previous 3 years prior to the date are of proposed acquisition be furnished. Annexure – A It is hereby declared that all the conditions 10. Declaration by the acquirer that all the specified under regulation 10(1)(a) conditions specified under regulation 10(1)(a) with respect to exemptions has respect to exemptions has been duly complied been duly complied with. with. Before the proposed After the proposed Shareholding details 11. transaction transaction of% w.r.t % No. w.r.t No. of | shares/ total share shares/ total share capital of voting capital of voting TC rights TC rights Acquirer(s) and PACs (other than sellers)(*) Refer Annexure - B 7570628 5.596 26640 0.020 Higain Investments Private Limited 20.387 27580188 20.387 27580188 Promoters Group (other than Seller) Seller (s) b. 0 0.00 1256100 0.928 **RCL** 32629162 24.119 38917050 28.767 KAPSONS 67779978 50.102 67779978 50.102 Total

for Higain Investments Private Limited

Rakesh Kapur Director

Robertkapur

DIN: 00100359

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

Place: Giwngram Date: 16th March, 2017

Note:

• (*) Shareholding of each entity may 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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Date: 130 / Mail / 190 Sender's Code: Pick-up flef Num.: Pland Florida	the terms & conditions printed overleaf of note before tendering a shipment to DTDC.
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Rakelbapur

Sanjeev Soin

From:

Sanjeev Soin

Sent:

Friday, April 4, 2014 5:38 PM

To:

'netra.sahani@bseindia.com'; 'corp.relations@bseindia.com'

Subject:

SEBI Disclosures

Attachments:

Disclosures under Regulation 30(1) & (2).pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2014.

Arvind Kapur Promoter Rico Auto Industries Limited



Sanjeev Soin

From:

Sanjeev Soin

Sent:

Friday, April 4, 2014 5:37 PM

To:

'cmlist@nse.co.in'

Subject:

SEBI Disclosures

Attachments:

Disclosures under Regulation 30(1) & (2).pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2014.

Arvind Kapur Promoter Rico Auto Industries Limited

New Delhi A Rekeller

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2014

1. Name of Target Company(TC)	Rico Auto Industries Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited		
3. Particulars of the shareholder(s):			
a. Name of the person together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
or			·
b. Name(s) of Promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.			od
4. Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/ voting capital of TC
As of March 31, 2014, holding of:			
 (a) Shares (b) Voting Rights (otherwise than by shares) (c) Warrants (d) Convertible Securities (e) Any other instrument that would entitle the holder to receive shares in the TC. 	67779978	50.10 	50.10
Total	67779978	50.10	50.10

For & oppehalf of Promoters and PACs

Arvind Kapur

181-C, Western Avenue

Sainik Farms,

New Delhi-110062

Date: 02.04.2014

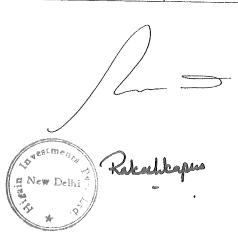


Rullkapus

ANNEXURE

<u>List of Promoters and Persons Acting in Concern (PAC) of Rico Auto Industries Limited as on 31/03/2014</u>

S.No	Name of the Promoter/PAC	Number of Shares	% w.r.t. total Shares
A.	DIRECTORS:		
1.	ARVIND KAPUR	12652460	9.35
2.	ARUN KAPUR	8651160	6.39
3.	RAKESH KAPUR	2398720	1.77
B.	RELATIVES:		
4.	SHALINI KAPUR	986180	0.73
5.	UPASNA KAPUR	965920	0.72
6.	RITU KAPUR	723140	0.54
7.	SHIKHA KAPUR	379968	0.28
8.	NYLA KAPUR	354040	0.26
9.	SAMARTH KAPUR	194800	0.14
10.	SHIVANI KAPUR	189800	0.14
11.	SUHAIL KAPUR	1000	0.00
12.	ROMILLA BAHL	79000	0.06
13.	PROMILLA SIKKA	4000	0.00
C.	COMPANY:		
14.	KAPSONS ASSOCIATES INVESTMENTS PRIVATE LIMITED	38917050	28.77
15.	RICO CASTINGS LIMITED	1256100	0.93
16.	HIGAIN INVESTMENTS PRIVATE LIMITED	26640	0.02
	TOTAL	67779978	50.10



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Rakeshkapin

From:

Ajitha Prabhu

Sent:

Saturday, April 04, 2015 11:03 AM

To:

cmlist@nse.co.in SEBI Disclosures

Subject: Attachments:

NSE.pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2015.

Arvind Kapur Promoter Rico Auto Industries Limited

New Delhi 4

Alla Alla

From:

Ajitha Prabhu

Sent:

Saturday, April 04, 2015 11:01 AM

To:

Mumbai Stock Exchange; intern.kruthika@bseindia.com

Subject:

SEBI Disclosures

Attachments:

BSE0001.pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2015.

Arvind Kapur Promoter Rico Auto Industries Limited



Rebellapur

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2015

Part-A - Details of Shareholding

1. Name of Target Company (TC)	Rico Auto Industries Limited		
Name(s) of the Stock Exchange(s) where the shares of the TC are listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited		
3. Particulars of the shareholder(s):			
a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			., .
or			
b. Name(s) of Promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.			
4. Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/ voting capital of TC
As of March 31, 2015, holding of:			
 (a) Shares (b) Voting Rights (otherwise than by shares) (c) Warrants (d) Convertible Securities (e) Any other instrument that would entitle the holder to receive shares in the TC. 	67779978	50.10 	50.10
Total	67779978	50.10	50.10

For & on behalf of Promoters and PACs

Arvind Kapur

181-C, Western Avenue

Sainik Farms,

New Delhi-110062

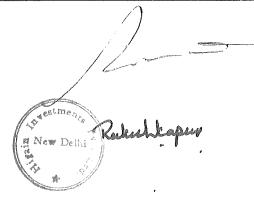
Date: 03.04.2015

Rakechkapen

ANNEXURE

Name(s) of Promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him as on 31/03/2015

S. No.	Name of the Promoter/PAC	Number of Shares	% w.r.t. total Shares
A.	DIRECTORS:	· · · · · · · · · · · · · · · · · · ·	
1.	ARVIND KAPUR	12652460	9.35
2.	ARUN KAPUR	8651160	6.39
3.	RAKESH KAPUR	2398720	1.77
B.	RELATIVES:		
4.	SHALINI KAPUR	986180	0.73
5.	UPASNA KAPUR	965920	0.72
6.	RITU KAPUR	723140	0.54
7.	SHIKHA KAPUR	379968	0.28
8.	NYLA KAPUR	354040	0.26
9.	SAMARTH KAPUR	194800	0.14
10.	SHIVANI KAPUR	189800	0.14
11.	SUHAIL KAPUR	1000	0.00
12.	ROMILLA BAHL	79000	0.06
13.	PROMILLA SIKKA	4000	0.00
C.	COMPANY:		
14.	KAPSONS ASSOCIATES INVESTMENTS PRIVATE LIMITED	38917050	28.77
15.	RICO CASTINGS LIMITED	1256100	0.93
16.	HIGAIN INVESTMENTS PRIVATE LIMITED	26640	0.02
~	TOTAL	67779978	50.10



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Part-B

Date: 03.04.2015

are-D	ne of the Target Com	A. A.	50 11/A.11 = 2 ::
5. No.	Name(s) of the person and	Whether the	TO INDUSTRIE PAN of the
Ø. 110.	Persons Acting in Concert	person belongs to	person and
	(PAC) with the person	Promoter/Promoter	PACs
		group	
	ADVIAD KADUD		AFDDIGOTTE
1.	ARVIND KAPUR	Yes	AERPK9677E
2.	ARUN KAPUR	Yes	ACBPK0798C
3.	RAKESH KAPUR	Yes	AERPK9676F
4.	SHALINI KAPUR	Yes	AIXPK5439J
5.	UPASNA KAPUR	Yes	AARPK2357D
6.	RITU KAPUR	Yes	BVIPK1341Q
7.	SHIKHA KAPUR	Yes	AKMPK1214E
8.	NYLA KAPUR	Yes	AGHPK6035G
9.	SAMARTH KAPUR	Yes	BJSPS0338D
10.	SHIVANI KAPUR	Yes	AKMPK1377Q
11.	SUHAIL KAPUR	Yes	ANJPK6540P
12.	ROMILLA BAHL	Yes	ANEPB9143G
13.	PROMILLA SIKKA	Yes	AIKPS0044E
14.	KAPSONS ASSOCIATES INVESTMENTS PRIVATE LIMITED	Yes	AAACK7243A
15.	RICO CASTINGS LIMITED	Yes	AADCR4805Q
16.	HIGAIN INVESTMENTS PRIVATE LIMITED	Yes	AAACH0276J
	L		L

For & on behalf of Promoters and PACs

Arvind Kapur 181-C, Western Avenue Sainik Farms,

New Delhi-110062

From:

Ajitha Prabhu

Sent:

Wednesday, April 06, 2016 4:35 PM

To:

B M Jhamb

Subject:

SEBI Disclosures

Attachments:

NSE.PDF.pdf

From: Ajitha Prabhu

Sent: Wednesday, April 06, 2016 4:33 PM

To: 'takeover@nse.co.in'
Subject: SEBI Disclosures

Dear Sir,

اله lease find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2016.

Arvind Kapur Promoter Rico Auto Industries Limited

New Delhi A Rulushkapus

From:

Ajitha Prabhu

Sent:

Wednesday, April 06, 2016 4:33 PM

To:

'takeover@nse.co.in'

Subject:

SEBI Disclosures

Attachments:

NSE.PDF.pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2016.

Arvind Kapur Promoter Rico Auto Industries Limited

H New Delhi A Rakeshkapus

From:

Ajitha Prabhu

Sent:

Wednesday, April 06, 2016 4:29 PM

To:

Mumbai Stock Exchange

Subject:

SEBI Disclosures

Attachments:

BSE.PDF.pdf

Dear Sir,

Please find attached herewith the scanned copy of disclosures under Regulation 30(1) and 30(2) of SEBI ((Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2016.

Arvind Kapur Promoter Rico Auto Industries Limited

New Delhi A Rakes Leapur

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on 31/03/2016

Part-A - Details of Shareholding

Name of Target Company (TC)	Rico Auto Industries Limited		
Name(s) of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited		
3. Particulars of the shareholder(s):			
a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
or			
b. Name(s) of Promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.			
Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t. total shares/ voting capital wherever applicable	% of total diluted share/ voting capital of TC
As of March 31, 2016, holding of:			
 (a) Shares (b) Voting Rights (otherwise than by shares) (c) Warrants (d) Convertible Securities (e) Any other instrument that would entitle the holder to receive shares in the TC. 	67779978 	50.10	50.10
Total	67779978	50.10	50.10

For & on behalf of Promoters and PACs

Arvind Kapur

181-C, Western Avenue

Sainik Farms,

New Delhi-110062

Date: 05.04.2016



Name(s) of Promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him as on 31/03/2016

S. No.	Name of the Promoter/PAC	Number of Shares	% w.r.t. total Shares
A.	DIRECTORS:		
1.	ARVIND KAPUR	12652460	9.35
2.	ARUN KAPUR	8651160	6.39
3.	RAKESH KAPUR	2398720	1.77
B.	RELATIVES:		
4.	SHALINI KAPUR	1366148	1.01
5.	UPASNA KAPUR	966920	0.72
6.	RITU KAPUR	723140	0.54
7.	NYLA KAPUR	354040	0.26
8.	SAMARTH KAPUR	194800	0.14
9.	SHIVANI KAPUR	189800	0.14
10.	ROMILLA BAHL	79000	0.06
11.	PROMILLA SIKKA	4000	0.00
C.	COMPANY:		
12.	KAPSONS ASSOCIATES INVESTMENTS PRIVATE LIMITED	38917050	28.77
13.	RICO CASTINGS LIMITED	1256100	0.93
14.	HIGAIN INVESTMENTS PRIVATE LIMITED	26640	0.02
	TOTAL	67779978	50.10

For & on behalf of Promoters and PACs

Arvind Kapur

181-C, Western Avenue

Sainik Farms,

New Delhi-110062

Date: 05.04.2016

M New Delhi A Rokel kapus

Part-B Name of the Target Company: Rico Auto Industries Limited

S. No.	Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
1.	ARVIND KAPUR	Yes	AERPK9677E
2.	ARUN KAPUR	Yes	ACBPK0798C
3.	RAKESH KAPUR	Yes	AERPK9676F
4.	SHALINI KAPUR	Yes	AIXPK5439J
5.	UPASNA KAPUR	Yes	AARPK2357D
6.	RITU KAPUR	Yes	BVIPK1341Q
7.	NYLA KAPUR	Yes	AGHPK6035G
8.	SAMARTH KAPUR	Yes	BJSPS0338D
9.	SHIVANI KAPUR	Yes	AKMPK1377Q
10.	ROMILLA BAHL	Yes	ANEPB9143G
11.	PROMILLA SIKKA	Yes	AIKPS0044E
12.	KAPSONS ASSOCIATES INVESTMENTS PRIVATE LIMITED	Yes	AAACK7243A
13.	RICO CASTINGS LIMITED	Yes	AADCR4805Q
14.	HIGAIN INVESTMENTS PRIVATE LIMITED	Yes	AAACH0276J

For & on Jaehalf of Promoters and PACs

Arvind Kapur 181-C, Western Avenue Sainik Farms,

New Delhi-110062

Date: 05.04.2016

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

Annexure - B

Details of Persons named as Promoters in the Shareholding Pattern filed by the Target Company in terms of Listing Agreement or these Regulations for not less than three years prior to the proposed acquisition.

S.No.	Name of the Shareholders	Before the	proposed	After the	proposed	
		transaction	transaction			
		No. of	% w.r.t total	No. of	% w.r.t total	
		shares/	share capital	shares/	share capital	
		voting rights	of TC	voting rights	of TC	
Prom	oters and Promoters Group					
Α	Persons (other than Acquire	r and Seller)				
1.	Arvind Kapur	1,26,52,460	9.352	1,26,52,460	9.352	
2.	Arun Kapur	86,51,160	6.395	86,51,160	6.395	
3.	Rakesh Kapur	23,98,720	1.773	23,98,720	1.773	
4.	Shalini Kapur	13,66,148	1.010	13,66,148	1.010	
5.	Upasna Kapur	9,66,920	0.715	9,66,920	0.715	
6.	Ritu Kapur	7,23,140	0.535	7,23,140	0.535	
7.	Nyla Kapur	3,54,040	0.262	3,54,040	0.262	
8.	Samarth Kapur	1,94,800	0.144	1,94,800	0.144	
9.	Shivani Kapur	1,89,800	0.140	1,89,800	0.140	
10.	Romilla Bahl	79,000	0.058	79,000	0.058	
11.	Promilla Sikka	4,000	0.003	4,000	0.003	
В	Seller(s)					
12.	Kapsons Associates	3,89,17,050	28.767	3,26,29,162	24.119	
	Investments Pvt. Ltd.					
13.	Rico Castings Limited	12,56,100	0.928	. 0	0.00	
C.	Acquirer					
14.	Higain Investments Pvt. Ltd.	26640	0.020	75,70,628	5.596	
	Total 6,77,79,978 50.102 6,77,79,978 50.102					

for Higain Investments Private Limited

Rakesh Kapur Director

Rakeshkapun

DIN: 00100359