

RACL EMPLOYEES WELFARE TRUST

A-3, INDUSTRIAL AREA, GAJRAULA
DISTT. JYOTIBA PHULAY NAGAR-244 223 (U.P.)
PH. STD (05924)-252093, FAX : 91-5924-252276

BSE Limited,
25th Floor, P. J. Towers,
Dalal Street, Mumbai-400001

RACL Geartech Limited
15th Floor, Eros Corporate Tower,
Nehru Place, New Delhi- 110019

Dear Sir,

Subject: Intimation under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SAST Regulations")

Kindly be inform that the trustees of RACL Employees Welfare Trust ("trust") have decided to disband the trust, consequently **281290 equity shares** held by trust as a promoter in RACL Geartech Limited ("Company") transferred to the beneficiaries of the trust.

In view of the above, please find enclosed herewith the requisite disclosures in the specified format as per the Regulation 29 (2) of SAST Regulations.

This is for your information and records.

Thanking you,
Yours Sincerely,



Gursharan Singh (Trustee)



Dev Raj Arya (Trustee)

Place: Noida
Date: 16 April, 2018

Encl.: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|--|--|--|--|
| Name of the Target Company (TC) | RACL Geartech Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | RACL Employees Welfare trust (List of PACs with details of shareholding enclosed as Annexure – 1) | | |
| Whether the acquirer belongs to Promoter/Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited | | |
| Details of the acquisition/ disposal as follows | Number | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC (#) |
| Before the sale (transfer)* under consideration, holding of : | | | |
| a) Shares carrying voting rights | 5096657 | 51.32% | 51.32% |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | 1500000 | 15.10% | 15.10% |
| c) Voting rights (VR) otherwise than by shares | NA | NA | NA |
| 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) | Nil | Nil | Nil |
| e) Total (a+b+c+d) | 50,96,657 (incl. of 1500000 pledged shares) | 51.32% (incl. of 15.10% pledged shares) | 51.32% (incl. of 15.10% pledged shares) |
| Details of acquisition/sale(transfer)* | | | |
| a) Shares carrying voting rights acquired /sold(transfer)* | 281290 | 2.83% | 2.83% |
| b) VRs acquired /sold otherwise than by shares | NA | NA | NA |
| 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 | Nil | Nil | Nil |
| d) Shares encumbered / invoked/released by the acquirer | Nil | Nil | Nil |
| e) Total (a+b+c+/-d) | 281290 | 2.83% | 2.83% |

| | | | |
|--|---|--|--|
| After the acquisition/sale (transfer)*, holding of: | | | |
| a) Shares carrying voting rights | 4815367 | 48.49% | 48.49% |
| b) Shares encumbered with the acquirer | 1500000 | 15.10% | 15.10% |
| c) VRs otherwise than by shares | NA | NA | NA |
| 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 | Nil | Nil | Nil |
| e) Total (a+b+c+d) | 4815367 (incl. of 1500000 pledged shares) | 48.49% (incl. of 15.10% pledged shares) | 48.49% (incl. of 15.10% pledged shares) |
| Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | off-market | | |
| Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 11-04-2018 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale | Rs. 99316000/- (9931600 equity shares of Rs. 10 each) | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs. 99316000/- (9931600 equity shares of Rs. 10 each) | | |
| Total diluted share/voting capital of the TC after the said acquisition | NA | | |

(#) 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.

(*) Trustees of RACL Employees Welfare Trust ("trust") have decided to disband the trust, consequently shares held by trust as a promoter in RACL Geartech Limited ("TC") transferred to the beneficiaries of the trust.

For RACL Employees Welfare Trust


Gursharan Singh (Trustee)


Dev Raj Arya (Trustee)

Place: Noida

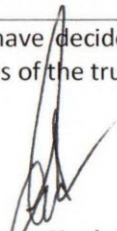
Date: 16 April, 2018

RACL Geartech Limited (TC)
List of PACs with details of shareholding

| S. No. | Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Whether the person belongs to Promoter/Promoter group | Holding Before the sale (transfer)* | | Details of the sale (transfer)* on 11 April, 2018 | | Holding After the sale (transfer) | |
|--------|---|---|-------------------------------------|------------------------------------|---|------------------------------------|-----------------------------------|------------------------------------|
| | | | No. of shares/ voting rights | % w.r.t. total share capital of TC | No. of shares/ voting rights | % w.r.t. total share capital of TC | No. of shares/ voting rights | % w.r.t. total share capital of TC |
| 1. | RACL Employees Welfare Trust | Promoter | 3398687 | 34.22% | (-) 281290 | (-) 2.83% | 3117397 | 31.38% |
| 2. | The Pradeshiya Industrial and Investment Corporation of U.P. Ltd. | Promoter | 1503300 | 15.14% | - | - | 1503300 | 15.14% |
| 3. | Gursharan Singh | Promoter | 124202 | 1.25% | - | - | 124202 | 1.25% |
| 4. | Dev Raj Arya | Promoter | Nil | 0.00% | - | - | Nil | 0.00% |
| 5. | Narinder Paul Kaur | Promoter group | 14884 | 0.15% | - | - | 14884 | 0.15% |
| 6. | Raj Arya | Promoter group | 14827 | 0.15% | - | - | 14827 | 0.15% |
| 7. | Aadhar Infosystems Private Limited | Promoter group | 37137 | 0.37% | - | - | 37137 | 0.37% |
| 8. | Prabh Mehar Singh | Promoter group | 3620 | 0.04% | - | - | 3620 | 0.04% |
| | Total | | 5096657 | 51.32% | | | 4815367 | 48.49% |

* Trustees of RACL Employees Welfare Trust ("trust") have decided to disband the trust, consequently shares held by trust as a promoter in RACL Geartech Limited ("TC") transferred to the beneficiaries of the trust.

Place: Noida
Date: 16 April, 2018


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