



UNIT-I



UNIT-II

**Bharat
RASAYAN LIMITED**

Regd. Off. : 1501, Vikram Tower, Rajendra Place, New Delhi - 110008
Ph. : +91-11-43661111 (30 lines) • Fax : +91-11-43661100, 41538600
E-mail : info@bharatgroup.co.in • Website : www.bharatgroup.co.in
CIN : L24119DL1989PLC036264

Date: 16.12.2019

To
The Listing Department
National Stock Exchange of India Limited
Mumbai – 400001
Trading Symbol: "BHARATRAS"

Sub: Disclosure of Inter-se Transfer of Shares between the Promoters/ Promoters Group in accordance with Regulation 10(5) of SEBI (SAST) Regulation, 2011

Dear Sir,

Pursuant to the Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Regulation 3 of SEBI (Prohibition of Insider Trading) Regulations, 2015, we would like to inform you that the Company has received an information from the following Promoters/ Promoters Group that they are in process of inter-se transfer of shares amongst themselves through an On market transaction.

The details of the same are as under:

Date of Transaction	Name of the person (belongs to promoter group) Transferor	Name of Transferee	No. of Shares proposed to be transferred	% of holding
23.12.2019	Shri Sat Narain Gupta Smt. Savita Gupta Smt. Manju Gupta Mr. Sahil Gupta	Centum Finance Limited	17,000 7,700 3,100 3,100	0.4001% 0.1812% 0.0730% 0.0730%

This being an Inter-se transfer of shares amongst Promoters Group, the same falls within the exemption under Regulation 10(1)(a)(ii) provided under SEBI (SAST) Regulations, 2011. This is in nature of transfer of shares through an On Market transaction amongst Promoters and Promoters Group.

The Aggregate holding of the Promoters and Promoters Group before and after the above inter-se transaction remains the same.

In this connection necessary disclosure under Regulation 10(5) for the above said acquisition in prescribed format, as submitted by the Acquirer is enclosed herewith for your kind information and records.

Thanking You,
Yours sincerely,



For BHARAT RASAYAN LIMITED

NIKITA CHADHA
Company Secretary and Compliance Officer

Date: 16.12.2019

To
Listing Department
National Stock Exchange of India Limited
Mumbai – 400001
Trading Symbol: “BHARATRAS”

To
Company Secretary
Bharat Rasayan Limited
1501, Vikram Tower,
Rajendra Place,
New Delhi – 110008

Sub: Inter-Se Transfer of Shares amongst the Promoters through on Market transaction

Ref: Disclosure pursuant to Regulation 10(5) of SEBI (Substantial Acquisition of shares and Takeover) Regulation, 2011

Dear Sir/ Madam

In compliance with the provisions of Regulation 10(1)(a)(i) read with regulation 10(5) of SEBI (Substantial Acquisition of shares and Takeover) Regulation, 2011, I, Vikas Gupta, Director of Centum Finance Limited, having its registered office at 1307, Vikram Tower, Rajendra Place, New Delhi – 110008, hereby confirm that M/s. Centum Finance Limited falls under the category of Promoters and Promoters Group of Bharat Rasayan Limited (The Company), and also submit the disclosure with regard to proposed acquisition of 30,900 Equity Shares of Bharat Rasayan Limited as Inter-se transfer of shares, through On market transaction, duly signed, for your information and record.

Further to inform you that there is no change in the shareholding of Promoters and Promoters Group.

Thanking You,

Yours sincerely,
For CENTUM FINANCE LIMITED



Vikas Gupta
Acquirer
Promoter Group

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

Sr. No.	Particulars	Details
1	Name of the Target Company (TC)	Bharat Rasayan Limited NSE Trading Symbol: "BHARATRAS"
2	Name of the acquirer(s)	Centum Finance 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
4	Details of the proposed acquisition	
	a Name of the person(s) from whom shares are to be acquired	Shri Sat Narain Gupta Smt. Savita Gupta Smt. Manju Gupta Mr. Sahil Gupta
	b Proposed date of acquisition	23.12.2019
	c Number of shares to be acquired from each person mentioned in 4(a) above	30,900
	d Total shares to be acquired as % of share capital of TC	0.7273%
	e Price at which shares are proposed to be acquired	On Market (At a Prevalent Market Price)
	f Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst Promoters and Promoters Group
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	5,988
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable	Declaration by the Acquirer is attached

For Centum Finance Limited


Director

9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Declaration by the Acquirer is attached			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Declaration by the Acquirer is attached			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		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
	a Acquirer(s) and PACs (other than sellers)	1,01,000	2.3772%	1,31,900	3.1045%
	b Seller (s)				
	Shri Sat Narain Gupta	10,28,631	24.2102%	10,11,631	23.8101%
	Smt. Savita Gupta	1,24,300	2.9256%	1,16,600	2.7443%
	Smt. Manju Gupta	59,584	1.4024%	56,484	1.3294%
	Mr. Sahil Gupta	45,700	1.0756%	42,600	1.0026%

Place: New Delhi
Date: 16.12.2019

For CENTUM FINANCE LIMITED



Vikas Gupta
Acquirer
Promoter Group

Date: 16.12.2019

To
The Listing Department
National Stock Exchange of India Limited
Mumbai – 400001
Trading Symbol: "BHARATRAS"

Dear Sir/ Madam

Sub.: Declaration by an acquirer under SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011

I, Vikas Gupta, Director of Centum Finance Limited, and part of Promoters and Promoters Group hereby undertake and confirm as under with respect to proposed inter-se transfer of shares in terms of Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto that:

1. We propose to acquire 30,900 Equity Shares of Bharat Rasayan Limited by way of inter se transfer from Shri Sat Narain Gupta, Smt. Savita Gupta, Smt. Manju Gupta and Mr. Sahil Gupta in compliance with Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 as amended.
2. The said inter se transfer shall be at the price not exceeding 25% of the price as determined in terms of the SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011.
3. The Acquirer and Seller will comply with the applicable disclosure requirement under Chapter V of SEBI (SAST) Regulations, 2011.
4. All the applicable conditions are mentioned in Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemption have been duly complied with.

Thanking You,

Yours sincerely,
For CENTUM FINANCE LIMITED



Vikas Gupta
Acquirer
Promoter Group