



Bharat RASAYAN LIMITED

UNIT-I

UNIT-II

Regd. Off. : 1501, Vikram Tower, Rajendra Place, New Delhi - 110008
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E-mail : info@bharatgroup.co.in • Website : www.bharatgroup.co.in
CIN : L24119DL1989PLC036264

Date: 20.08.2019

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 off market transaction as per the written partition deed.

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
27.08.2019	R P Gupta (Status: HUF)	Rajender Prasad Gupta	1,46,089 (As per Partition Deed)	3.4384%

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

The Aggregate holding of the Promoters and Promoters Group before and after the above inter-se transaction remains the same (As per Annexure-1).

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

Rajender Prasad Gupta
House No. 65, First Floor,
Road No. 41,
West Punjabi Bagh,
New Delhi – 110026

Date: 20.08.2019

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 off 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, Rajender Prasad Gupta, Promoter of Bharat Rasayan Limited (The Company) resident of House No. 65, First Floor, Road No. 41, West Punjabi Bagh, New Delhi – 110026, hereby submit the disclosure with regard to proposed acquisition of 1,46,089 Equity Shares of Bharat Rasayan Limited by me as Inter-se transfer of shares, as per the Partition Deed, through off market transaction, duly signed, for your information and record.

Thanking You,

Yours sincerely,



Rajender Prasad Gupta
Acquirer
Promoter

Rajender Prasad Gupta
House No. 65, First Floor,
Road No. 41,
West Punjabi Bagh,
New Delhi – 110026

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)	Rajender Prasad Gupta
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	R P Gupta (Status: HUF)
	b Proposed date of acquisition	27.08.2019
	c Number of shares to be acquired from each person mentioned in 4(a) above	1,46,089
	d Total shares to be acquired as % of share capital of TC	3.4384%
	e Price at which shares are proposed to be acquired	Not Applicable
	f Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst Promoters and Promoters Group as per Partition Deed
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) and 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.	Not Applicable
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	Not Applicable



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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)	Yes, the transferor and transferee have complied with applicable disclosure requirement in Chapter V of the Takeover Regulations, 2011.			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	I hereby declare that all the conditions specified under Regulation 10(1)(a) with respect to exemption has been complied with.			
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)	3,31,544	7.8033%	4,77,633	11.2417%
b	Seller (s)/ Inter-se Transfer (as per Partition Deed)	1,46,089	3.4384%	Nil	Nil
	Total	4,77,633	11.2417%	4,77,633	11.2417%

Place: New Delhi

Date: 20.08.2019


Rajender Prasad Gupta
Acquirer
Promoter

Rajender Prasad Gupta
House No. 65, First Floor,
Road No. 41,
West Punjabi Bagh,
New Delhi – 110026

Date: 20.08.2019

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

Dear Sir/ Madam

I, Rajender Prasad Gupta hereby undertake and confirm as under with respect to proposed inter-se transfer of shares in terms of Regulation 10(1)(a)(i) & 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto that:

1. I, propose to acquire 1,46,089 Equity Shares of Bharat Rasayan Limited from R.P Gupta (Status: HUF) as inter-se transfer of shares between Promoters and Promoters Group, as per the Partition deed, through off market transaction.
2. The transferor and transferee have complied with the applicable provisions of Chapter II of SEBI (SAST) Regulations, 1997 and Chapter V of SEBI (SAST) Regulations, 2011.
3. 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,



Rajender Prasad Gupta
Acquirer
Promoter