

# SVG FASHIONS PRIVATE LIMITED

( A GOVERNMENT Recognised Export House )

Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328  
Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,  
A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709  
E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



Date: 11.06.2022

To,

The Secretary BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Listing Department Exchange Plaza, 5 <sup>th</sup> Floor, Bandra-kurla Complex, Bandra (East), Mumbai - 400 051.
Company Script ID. : 530699	Company Symbol : RAJRILTD

Dear Sir,

**Sub: Report under Regulation 10(6) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations)**

Please note that in accordance with the Resolution Plan, submitted by SVG Fashions Private Limited ("Resolution Applicant/ RA") approved by National Company Law Tribunal, Ahmedabad Bench, ("NCLT"), vide its order dated October 5, 2021, under Section 31 of the Insolvency and Bankruptcy Code, 2016, Raj Rayon Industries Limited ("Raj Rayon") has on 10.06.2022, allotted:

- 52,35,00,000 equity shares of the face value of Re. 1/- (Rupee One only) each, fully paid up, to SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG as mentioned in Annexure - I, pursuant to preferential Allotment;
- 25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B to M/s SVG Fashions Private Limited ("Resolution Applicant"/"New Promoter") of Rs. 100/- each.

Pursuant to the aforesaid allotment, holding of the SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG in the equity share capital of Raj Rayon Industries Limited ("RRIL") has increased to 94.96% more specifically mentioned in Annexure -I.


In accordance with the resolution plan approved by NCLT and upon implementation thereof, the SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG have acquired control of RRIL w.e.f. 10.06.2022.

The aforesaid acquisition is exempt under Regulation 10(1)(da) of Takeover Regulations. In this connection, attached is the report under Regulation 10(6) of the Takeover Regulations.

Please take the same on record.

Thanking you,  
Yours faithfully

FOR SVG FASHIONS PRIVATE LIMITED

  
RAJKUMAR AGARWAL  
MAMAGING DIRECTOR  
DIN: 00395370



# SVG FASHIONS PRIVATE LIMITED

( A GOVERNMENT Recognised Export House )



Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328  
Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,  
A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709  
E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Raj Rayon Industries Limited ("RRIL")
2.	Name of the acquirer(s)	<b>Acquirer:</b> SVG Fashions Private Limited ("Resolution Applicant/ RA/SVG") and promoters defined by SVG as mentioned in Annexure - I
3.	Name of the stock exchange where shares of the TC are listed	i. BSE Limited; and ii. National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>In accordance with the Resolution Plan approved by the National Company Law Tribunal, Ahmedabad Bench (NCLT), RRIL has allotted following shares on 10.06.2022 on preferential allotment basis:</p> <ul style="list-style-type: none"><li>i. 52,35,00,000 equity shares of the face value of Re. 1/- (Rupee One only) each, fully paid up, to SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG, pursuant to preferential Allotment;</li><li>ii. 25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B to M/s SVG Fashions Private Limited ("Resolution Applicant"/"New Promoter") of Rs. 100/- each</li></ul> <p>Pursuant to the aforesaid allotment, holding of SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG in the equity share capital of RRIL has increased to 94.96 % as mentioned in Annexure -I.</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(da) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011



# SVG FASHIONS PRIVATE LIMITED

( A GOVERNMENT Recognised Export House )

Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328

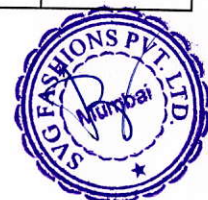
Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,

A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709

E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Not applicable			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a. Name of the transferor / seller	Not applicable		Not applicable	
	b. Date of acquisition	Not applicable		Not applicable	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable		Not applicable	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not applicable		Not applicable	
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable		Not applicable	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. total share capital of TC	No. of shares held	% w.r.t. total share capital of
	As per Annexure -I	NIL	NIL	52,35,00,000	94.96



# SVG FASHIONS PRIVATE LIMITED

( A GOVERNMENT Recognised Export House )

Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328

Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,


A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709

E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



- i. In accordance with the Resolution Plan submitted by SVG Fashions Private Limited ("Resolution Applicant/ RA") and approved by National Company Law Tribunal, Ahmedabad Bench, vide its order dated October 5, 2021, under Section 31 of the Insolvency and Bankruptcy Code, 2016, the Target Company i.e. RRIL at it's Board Meeting held on 10.06.2022 allotted 54,90,00,000 equity shares of the face value of Re. 1/- (Rupee One only) each, fully paid up, out of which 52,35,00,000 equity shares of the face value of Re. 1/- was allotted to SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG and 2,55,00,000 equity shares of the face value of Re. 1/- was allotted to public category individuals as defined by SVG.
- ii. Further RRIL allotted to SVG Fashions Private Limited ("Resolution Applicant/ RA"), 25,00,000 Compulsory Convertible Preference Shares (CCPS) Class- B of Rs. 100/- each for a consideration of Rs. 25,00,00,000/- (Rupees Twenty Five Core only) pursuant to preferential Allotment;
- iii. This acquisition is pursuant to the Resolution Plan referred to above and is exempt under Regulation 10(1)(da) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- iv. In accordance with the resolution plan approved by NCLT and upon implementation thereof, SVG Fashions Private Limited ("Resolution Applicant/ RA") and promoters defined by SVG have acquired control of the Target Company w.e.f. 10.06.2022.

Yours faithfully  
FOR SVG FASHIONS PRIVATE LIMITED

  
RAJKUMAR AGARWAL  
MAMAGING DIRECTOR  
DIN: 00395370



# SVG FASHIONS PRIVATE LIMITED

( A GOVERNMENT Recognised Export House )



Reg.Off: 719, Somnath Roadm Road, Daman 396210(U.T.) Tel.: 0260-2242033/2242328  
Corp.Off.: Agarwal Golden Chamber, 2nd / 3rd Flr, Off Fun Republic Road,  
A-13, Veera Desai Industrial Estate, Andheri (W), Mumbai- 53. Tel.: 4250 9700 Fax : 4250 9709  
E-mail: info@svgindia.com Website : www.svgindia.com CIN : U99999DN1994PLC000067



## Annexure - I

SVG and Entities Defined by SVG	Category	% of Voting Rights	No of shares
SVG Fashions Private Limited	Promoter	85.62	47,20,00,000
Rajwada Silk Mills LLP	Promoter	2.63	1,45,00,000
Binaykia Synthetics Ltd	Promoter	0.63	35,00,000
Deepak Synthetics Ltd	Promoter	0.18	10,00,000
Shri Satyanaryan Agarwal	Promoter	1.36	75,00,000
Shri Rajkumar Agarwal	Promoter	1.27	70,00,000
Shri Sandiip Agarwal	Promoter	1.27	70,00,000
Shri Harshvardhan Rungta	Promoter	0.18	10,00,000
Smt Sapna Agarwal	Promoter	0.63	35,00,000
Smt Richa Agarwal	Promoter	0.63	35,00,000
Shri Yashovardhan Agarwal	Promoter	0.54	30,00,000
Total		94.96	52,35,00,000

FOR SVG FASHIONS PRIVATE LIMITED

  
RAJKUMAR AGARWAL  
MAMAGING DIRECTOR  
DIN: 00395370

