RUCHI SOYA INDUSTRIES LIMITED

CIN : L15140MH1986PLC038536

Head Office :
601, Part B-2, 6th Floor,
Metro Tower, Vijay Nagar,
A.B. Road, Indore - 452 010 (M.P.) India
Tel.: +91-731-4767009/109
E-mail : ruchisoya@ruchisoya.com

To,

September 30, 2021

BSE Limited,
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001 (MH)

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051 (MH)

Reg : Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

We submit herewith a letter no. SEBI/HO/CFD/DIL II/OW/2021/26435/1 dated September 30, 2021 received from Securities and Exchange Board of India for your information and records.

Thanking you,

Yours Faithfully,
For **Ruchi Soya Industries Limited**

Company Secretary

Encl. : As above

भारतीय प्रतिभूति
और विनिमय बोर्ड
Securities and Exchange
Board of India

General Manager
Corporation Finance Department
Division of Issues and Listing
Tel: +91 22 26441583 || Email: yogitag@sebi.gov.in

SEBI/HO/CFD/DIL II/OW/2021/26435/1
September 30, 2021

Ruchi Soya Industries Ltd
Ruchi House, Royal Palms
Survey No – 169, Aarey Milk Colony
Near Mayur Nagar, Goregaon East
Mumbai- 400065

Kind Attention: The Board of Ruchi Soya Industries Limited

Through Lead Manager SBI Capital Markets Limited

Dear Sir/Madam,

Sub: Proposed FPO of Ruchi Soya Industries Limited (Issuer/Issuer Company)

In reference to the captioned issue, SEBI has observed a video of address by one of the Directors of the issuer company. In the video, Shri Ramdev, one of the directors of the issuer is observed to be addressing a gathering at one of his Yoga Shivirs or Yoga Meets.

In his address he is observed to be marketing the FPO of Ruchi Soya Industries and in his own words terming the investment as *'Mantra for becoming a Crorepati'*.

It is noted that the referred address falls under 'Public Communication' as explained under Schedule IX of SEBI (ICDR) Regulations, 2018. Prima-Facie, the attached address by one of the directors of the issuer company appears to be non-compliant with the following clauses of Schedule IX:

> ***(1) Any public communication including advertisements, publicity material and research reports (referred to as public communication) issued or made by the issuer or its associate company, or by the lead manager(s) or their associates or any other intermediary connected with the issue or their associates, shall contain only such information as contained in the draft offer document/offer document and shall comply with the following:***
>
> ***(a) it shall be truthful, fair and shall not be manipulative or deceptive or distorted and it shall not contain any statement, promise or forecast which is untrue or misleading;***
> ***(b) if it reproduces or purports to reproduce any information contained in the draft offer document or draft letter of offer or offer document, as the case may be, it shall reproduce such information***
> ***(h) issue advertisements shall not contain statements which promise or guarantee rapid increase in revenue or profits;***
>
> ***(3) All public communications issued or published in any media during the period commencing from the date of filing draft offer document or draft letter of offer till the date of***

allotment of securities offered in the issue, shall prominently disclose that the issuer is proposing to make a public issue or rights issue of the specified securities and has filed the draft offer document or the draft letter of offer or has filed the offer document or letter of offer , as the case may be, and that it is available on the websites of the Board, lead manager(s) and stock exchanges.
Provided that requirements of this sub-regulation shall not be applicable in case of advertisements of products or services of the issuer.

(5) The issuer shall not, directly or indirectly, release, during any conference or at any other time, any material or information which is not contained in the offer document.

(6) For all issue advertisements and public communications, the issuer shall obtain the approval from the lead manager(s) responsible for marketing the issue and shall also provide copies of all issue related materials to all lead manager(s).

(8) No public information with respect to the issue shall contain any offer of incentives, to the investors whether direct or indirect, in any manner, whether in cash or kind or services or otherwise.

(10) No information which is extraneous to the information disclosed in the draft offer document or offer document, as the case may be, or otherwise, shall be given by the issuer or any member of the issue management team or syndicate to any particular section of the investors or to any research analyst in any manner whatsoever, including at road shows, presentations, in research or sales reports or at bidding centres.

In view of the above, you are hereby warned to ensure compliance with SEBI (ICDR) Regulations, 2018. The warning is being issued without prejudice to any future action.

Yours faithfully

Yogita Jadhav