

KUNJ BIHARI AGARWAL

3, Alipore Road, Kolkata- 700 027

Date: 08/06/2020

To

The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai- 400 051 <u>NSE Symbol: RUPA</u>	The Department of Corporate Services BSE Ltd Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 <u>Scrip Code 533552</u>
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Sub: **Regulation 30(3) and Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Sub: **Rupa & Company Limited - Disclosure of aggregate shareholding of Promoters and Promoter Group, as on March 31, 2020 and Declaration on encumbrance**

Dear Sir/Madam,

We send herewith disclosure under Regulation 30(2) & 30(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in the prescribed format, detailing aggregate shareholding of Promoters and Promoter Group of the Rupa & Company Limited, as on March 31, 2020 as well as declaration under Regulation 31(4) & (5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take the same on record.

Thanking you.

Yours faithfully,

**For and on behalf of Promoter & Promoter Group
of Rupa & Company Limited**

**Kunj Bihari
Agarwal**

Digitally signed by Kunj Bihari Agarwal
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Kunj Bihari Agarwal

Encl: as above.

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Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part A-Details of Shareholding

1.	Name of the Target Company (TC)	Rupa & Company Ltd	
2.	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. National Stock Exchange of India Ltd. 2. BSE Limited	
3.	Particulars of the shareholder (#)	N.A	
	a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.		
	Or		
	b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Sl. No.	Name
		1.	Prahlad Rai Agarwala jointly with Ghanshyam Prasad Agarwala and Kunj Bihari Agarwal, on behalf of Binod Hosier
		2.	Prahlad Rai Agarwala ¹
		3.	Ghanshyam Prasad Agarwala
		4.	Kunj Bihari Agarwal
		5.	Vikash Agarwal
		6.	Ravi Agarwal
		7.	Rajnish Agarwal
		8.	Manish Agarwal ²
		9.	Suresh Agarwal ³
		10.	Ramesh Agarwal
		11.	Shanti Devi Agarwal
		12.	Mukesh Agarwal ⁴
		13.	K. B & Sons-HUF
		14.	Pushpa Devi Agarwal
		15.	Lalita Devi Agarwal
		16.	Seema Agarwal
		17.	Mukesh Kumar Agarwal-HUF
		18.	Sudha Agarwal
		19.	Seema Agarwal
		20.	Ghanshyam Prasad Manish Kumar -HUF
		21.	Prahlad Rai Suresh Kumar-HUF
		22.	Sarita Patwari
		23.	Suresh Kumar Agarwal-HUF

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		24.	Ravi Agarwal-HUF		
		25.	Shalini Agarwal		
		26.	Ullas Sales Promotion Ltd (Converted to Ullas Sales Promotion LLP)		
		27.	Sidhant Credit Capital Ltd		
4.	Particulars of the shareholding of persons mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share/ voting capital of TC (*)	
1.	Prahlad Rai Agarwala jointly with Ghanshyam Prasad Agarwala and Kunj Bihari Agarwal, on behalf of Binod Hosiery	1,67,63,656	21.08	21.08	
2.	Prahlad Rai Agarwala ¹	28,88,876	3.63	9.11	
3.	Ghanshyam Prasad Agarwala	13,17,148	1.66	1.66	
4.	Kunj Bihari Agarwal	12,77,965	1.61	1.61	
5.	Vikash Agarwal	17,55,440	2.21	2.21	
6.	Ravi Agarwal	17,42,630	2.19	2.19	
7.	Rajnish Agarwal	12,43,370	1.56	1.56	
8.	Manish Agarwal ²	12,32,550	1.55	1.55	
9.	Suresh Agarwal ³	10,66,570	1.34	1.34	
10.	Ramesh Agarwal	10,59,230	1.33	1.33	
11.	Shanti Devi Agarwal	7,76,320	0.98	0.98	
12.	Mukesh Agarwal ⁴	7,29,550	0.92	0.92	
13.	K. B & Sons-HUF	6,65,330	0.84	0.84	
14.	Pushpa Devi Agarwal	5,93,920	0.75	0.75	
15.	Lalita Devi Agarwal	3,46,310	0.44	0.44	
16.	Seema Agarwal	2,93,640	0.37	0.37	
17.	Mukesh Kumar Agarwal-HUF	2,82,510	0.36	0.36	
18.	Sudha Agarwal	2,74,720	0.35	0.35	
19.	Seema Agarwal	2,20,160	0.28	0.28	
20.	Ghanshyam Prasad Manish Kumar - HUF	1,85,090	0.23	0.23	
21.	Prahlad Rai Suresh Kumar-HUF	1,51,970	0.19	0.19	
22.	Sarita Patwari	52,600	0.07	0.07	
23.	Suresh Kumar Agarwal-HUF	13,630	0.02	0.02	
24.	Ravi Agarwal-HUF	11,690	0.01	0.01	
25.	Shalini Agarwal	7,790	0.01	0.01	
26.	Ullas Sales Promotion Ltd (Converted to Ullas Sales Promotion LLP)	2,16,30,860	27.20	27.20	
27.	Sidhant Credit Capital Ltd	16,92,020	2.13	2.13	

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As on March 31 of the year 2020, holding of:			
a) Shares	5,82,75,545	73.28	73.28
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants,	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
Total	5,82,75,545	73.28	73.28

¹Held 641010 shares in trust for Chhoti Devi Agarwala Family Trust, 87670 shares as trustee for Baijnath Agarwal Family Trust.

²Held 35070 shares on behalf of Rachana Agarwal.

³Held 9740 shares on behalf of Shristi Agarwal and 9740 shares on behalf of Sidhant Agarwal.

⁴Held 11690 shares in trust for Devnashi Agarwal (minor).

**For and on behalf of Promoter & Promoter Group
of Rupa & Company Limited**

Kunj Bihari
Agarwal

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Kunj Bihari Agarwal

Place: Kolkata

Date: 08/06/2020

Note:

(#) In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

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Part-B**

Name of the Target Company: **Rupa & Company Ltd**

Sl. No.	Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
1.	Prahlad Rai Agarwala jointly with Ghanshyam Prasad Agarwala and Kunj Bihari Agarwal, on behalf of Binod Hosier	Yes	
2.	Prahlad Rai Agarwala	Yes	
3.	Ghanshyam Prasad Agarwala	Yes	
4.	Kunj Bihari Agarwal	Yes	
5.	Vikash Agarwal	Yes	
6.	Ravi Agarwal	Yes	
7.	Rajnish Agarwal	Yes	
8.	Manish Agarwal	Yes	
9.	Suresh Agarwal	Yes	
10.	Ramesh Agarwal	Yes	
11.	Shanti Devi Agarwal	Yes	
12.	Mukesh Agarwal	Yes	
13.	K. B & Sons-HUF	Yes	
14.	Pushpa Devi Agarwal	Yes	
15.	Lalita Devi Agarwal	Yes	
16.	Seema Agarwal	Yes	
17.	Mukesh Kumar Agarwal-HUF	Yes	
18.	Sudha Agarwal	Yes	
19.	Seema Agarwal	Yes	
20.	Ghanshyam Prasad Manish Kumar -HUF	Yes	
21.	Prahlad Rai Suresh Kumar-HUF	Yes	
22.	Sarita Patwari	Yes	
23.	Suresh Kumar Agarwal-HUF	Yes	
24.	Ravi Agarwal-HUF	Yes	
25.	Shalini Agarwal	Yes	
26.	Ullas Sales Promotion Ltd (Converted to Ullas Sales Promotion LLP)	Yes	
27.	Sidhant Credit Capital Ltd	Yes	

****Shall be disclosed to the Stock Exchanges but shall not be disseminated.**

**For and on behalf of Promoters & Promoter Group
of Rupa & Company Limited**

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Kunj Bihari Agarwal

Place: Kolkata

Date: 08/06/2020

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UNDERTAKING

As required under Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we hereby declare that the Promoter and Promoter Group of Rupa & Company Limited, along with persons acting in concert, have not made any encumbrance on the shares of Rupa & Company Limited, directly or indirectly. Further, since there was no such encumbrance, the Promoter and Promoter Group of Rupa & Company Limited, along with persons acting in concert, have not made any disclosure with respect to encumbrance on the shares of Rupa & Company Limited, during the Financial Year 2019-20.

**For and on behalf of Promoters & Promoter Group of
Rupa & Company Limited**

**Kunj Bihari
Agarwal**

Kunj Bihari Agarwal

Place: Kolkata

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