Ruchi
RUCHI INFRASTRUCTURE LIMITED

Regd. Office : 615, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400 021.
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To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001

Delhi Stock Exchange Limited
DSE House, 3/1, Asaf Ali Road, New Delhi – 110 002

National Stock Exchange of India Ltd.,
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

Date : 28.2.2012

Dear Sir,

Sub: Report under Regulation 10 (1) (a) (ii) of SEBI (Substantial Acquisition of Shares and Takeovers), Regulations, 2011

This is to inform that the Company (Ruchi Infrastructure Limited) being an entity of promoters group of Ruchi Soya Industries Limited (Target Company), intends to buy 12,00,000 equity shares of the Target Company from another entity of its promoters group.

It is proposed to do the above transaction on 6th March, 2012 or thereafter pursuant and subject to the provisions of Regulation 10 of the captioned SEBI Regulations. We understand that the proposed transaction qualifies for exemption granted under Regulation 10 (1) (a).

We hereby declare that the acquisition price would not be higher by more than 25% of the 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.

We further declare that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 and that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.

Kindly acknowledge the receipt hereof.

Thanking you,
Yours sincerely,
For Ruchi Infrastructure Limited

Company Secretary

Encl. : a/a.

Format for 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

1.	Name of the Target Company (TC)		Ruchi Soya Industries Limited
2.	Name of the acquirer(s)		Ruchi Infrastructure 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	Dinesh Shahra (Trustee-Shiva Foundation)
	b.	Proposed date of acquisition	6th March, 2012 or thereafter.
	c.	Number of shares to be acquired from each person mentioned in 4 (a) above	12,00,000 equity shares
	d.	Total shares to be acquired as % of share capital of TC	0.36% of the share capital of TC.
	e.	Price at which shares are proposed to be acquired	Prevailing market rate, subject to provisions of Regulation 10 (1)(a).
	f.	Rationale, if any, for the proposed transfer	--
5.	Relevant sub-clause of regulation 10(1) (a) under which the acquirer is exempted from making open offer.		Regulation 10 (1)(a)(ii).
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 ex change where the maximum volume of trading in the shares of the TC are recorded during such period.		Average Market rate at NSE : Rs.94.16.
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.		Made in covering letter to this report.
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)		Made in covering letter to this report.
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.		Made in covering letter to this report.



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)(*)	ATTACHED HEREWITH			
	b	Seller (s)				

For Ruchi Infrastucture Limited

RUCHI INFRASTRUCTURE LTD.

Company Secretary

Date : 28.2.2012
Place : Indore

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers

11		shareholding detail	shareholding before the proposed transaction		shareholding after the proposed transaction	
			No. of shares/voting right	% w.r.t total shares/voting right	No. of shares/voting right	% w.r.t total shares/voting right
S. No.	a	Acquirer(s) and PACs (other then seller) (*)				
1		Abha Shahra	3828926	1.15%	3828926	1.15%
2		Dinesh Shahra	2111383	0.63%	2111383	0.63%
3		Dinesh Shahra (HUF)	18705836	5.61%	18705836	5.61%
4		Kailash Shahra	198500	0.06%	198500	0.06%
5		Mridula Shahra	992055	0.30%	992055	0.30%
6		Nitadevi Shahra	200300	0.06%	200300	0.06%
7		Santosh Shahra (HUF)	195000	0.06%	195000	0.06%
8		Santosh Kumar Shahra	456340	0.14%	456340	0.14%
9		Suresh Shahra	254080	0.08%	254080	0.08%
10		Savitridevi Shahra	823683	0.25%	823683	0.25%
11		Nita Umesh shahra	500	0.00%	500	0.00%
12		Umesh Shahra	548860	0.16%	548860	0.16%
13		Ushadevi Shahra	674850	0.20%	674850	0.20%
14		Amrita Shahra	4315565	1.29%	4315565	1.29%
15		Ankesh Shahra	3362921	1.01%	3362921	1.01%
16		Sarvesh Shahra	5306872	1.59%	5306872	1.59%
17		Amisha Shahra	3032570	0.91%	3032570	0.91%
18		Suresh Shahra (HUF)	175000	0.05%	175000	0.05%
19		Vidhyadevi Khandelwal	1000	0.00%	1000	0.00%
20		Manish Shahra	162120	0.05%	162120	0.05%
21		Neha Shahra	5450	0.00%	5450	0.00%
22		Bhawana Goel	100000	0.03%	100000	0.03%
23		Nitesh Shahra	6096153	1.83%	6096153	1.83%
24		Kailash Shahra HUF	85000	0.03%	85000	0.03%
25		Vishesh Shahra	115300	0.03%	115300	0.03%
26		Mamta Khandelwal	2500	0.00%	2500	0.00%
27		APL International Pvt. Limited	6596805	1.98%	6596805	1.98%
28		Arundi Investment Pvt Limited	8679170	2.60%	8679170	2.60%
29		National Steel & Agro Industries Limited	207500	0.06%	207500	0.06%
30		Mahakosh Holdings Private Limited	2511906	0.75%	2511906	0.75%
31		**Ruchi Infrastructure Limited**	**4820077**	**1.45%**	**6020077**	**1.81%**
32		Dinesh Shahra (Trustee Ruchi Soya Industries Ltd.Beneficiary Trust)	7630115	2.29%	7630115	2.29%
33		Mahakosh Papers Pvt Ltd.	787875	0.24%	787875	0.24%
34		Ruchi Acroni Ind Limited	1348475	0.40%	1348475	0.40%
35		Shahra Estate Pvt.Ltd.	1012610	0.30%	1012610	0.30%
36		Ruchi Global Ltd.	731330	0.22%	731330	0.22%
37		Ruchi Infotech Ltd.	166665	0.05%	166665	0.05%
38		Suresh Chandra Santosh Kumar shahra	88840	0.03%	88840	0.03%
39		Soyumm Marketing Private Limited	22420967	6.73%	22420967	6.73%
40		Shahra Brothers Pvt. Ltd.	2931400	0.88%	2931400	0.88%
41		Spectra Realities Pvt. Ltd	18000000	5.40%	18000000	5.40%
42		Evershine Oleochem Limited	2500000	0.75%	2500000	0.75%
	b	Seller (s)				
1		Dinesh Shahra (Trustee of Shiva Foundation)	47874013	14.36%	46674013	14.00%
TOTAL			**180058512**	**54.01%**	**180058512**	**54.01%**

