

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

Date: 30.08.2019

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 an 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 at House No. 65, First Floor, Road No. 41, West Punjabi Bagh, New Delhi – 110026, hereby submit the disclosure with regard to proposed acquisition of 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,

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**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<br>NSE Trading Symbol: "BHARATRAS"                               |
| 2       | Name of the acquirer(s)                                                                                                                                                                                                                                                | Shri 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                                                                                                                                                                                                              | Ram Narain (Status: HUF)                                                                |
| b       | Proposed date of acquisition                                                                                                                                                                                                                                           | 05.09.2019                                                                              |
| c       | Number of shares to be acquired from each person mentioned in 4(a) above                                                                                                                                                                                               | 14,998                                                                                  |
| d       | Total shares to be acquired as % of share capital of TC                                                                                                                                                                                                                | 0.3530%                                                                                 |
| 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)                                                                                                                                                                                                             | 4,77,633                                                                                                                                | 11.2417%                          | 4,92,631                       | 11.5947%                          |
|    | b Seller (s)/ Inter-se Transfer (as per Partition Deed)                                                                                                                                                                                                 | 14,998                                                                                                                                  | 0.3530%                           | -                              | -                                 |
|    | <b>Total</b>                                                                                                                                                                                                                                            | <b>4,92,631</b>                                                                                                                         | <b>11.5947%</b>                   | <b>4,92,631</b>                | <b>11.5947%</b>                   |

Place: New Delhi

Date: 30.08.2019

  
**(Rajender Prasad Gupta)**  
Acquirer  
Promoter

**Rajender Prasad Gupta**  
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Road No. 41,  
West Punjabi Bagh,  
New Delhi – 110026

Date: 30.08.2019

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

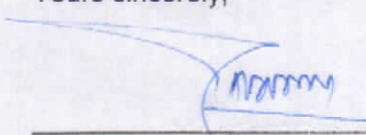
Dear Sir/ Madam

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 14,998 Equity Shares of Bharat Rasayan Limited from Ram Narain (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,



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**Rajender Prasad Gupta**  
Acquirer  
Promoter