

RAJAPALAYAM MILLS LIMITED

Regd. Office : Rajapalayam Mills Premises, P.A.C. Ramasamy Raja Salai,
Post Box No. 1, Rajapalaiyam, Tamil Nadu, Pin : 626 117.

CIN : L17111TN1936PLC002298
PAN : AAACR8897F
GSTIN : 33AAACR8897F1Z1



Telephone : 91 4563 235666 (5 lines)
Fax : 91 4563 236520
E-mail : rajacot@ramcotex.com
rajacot@bsnl.in
Website : www.rajapalayammills.co.in

No. SEC-82/2018-19

Date : 24-08-2018

M/s. BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

National Stock Exchange of India
Limited,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400051.

Dear Sir,

Sub: Re-submission of disclosure made under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: 1) Disclosure submitted under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated 17-08-2018

2) Intimation of Discrepancies by BSE Limited vide e-mail dated 23-08-2018

With reference to the above, we have submitted disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for acquiring 1,60,000 Equity Shares of M/s. The Ramco Cements Limited from M/s. Sri Vishnu Shankar Mill Limited under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. BSE Limited vide e-mail dated 23-08-2018 has intimated the following Discrepancy in our disclosure:

Sl. No	Particulars	Details submitted by the Company	Remarks
4 (b)	Proposed date of acquisition	After 4 days from the date of intimation and within 120 days thereof.	Proposed date of acquisition not given properly.

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Website : www.rajapalayammills.co.in

We hereby re-submit the disclosure made under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 after rectifying the discrepancy as below:

Sl. No	Particulars	Details submitted by the Company
4 (b)	Proposed date of acquisition	On or after 27-08-2018 and before 30-09-2018

Kindly take the same on record.

Thanking you,

Yours faithfully,

For RAJAPALAYAM MILLS LIMITED

**A. ARULPRANAVAM
SECRETARY**

Encl: As above.

Copy To:

The Ramco Cements Limited,
Auras Corporate Centre, Vth Floor,
98-A, Dr. Radhakrishnan Salai,
Mylapore, Chennai – 600 004.

Disclosure 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)	The Ramco Cements Limited (Scrip code: BSE – 500260, NSE - RAMCOCEM; ISIN – INE331A01037)			
2.	Name of the acquirer(s)	M/s. Rajapalayam Mills 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	M/s. Sri Vishnu Shankar Mill Limited.			
	b. Proposed date of acquisition	on or after 27-08-2018 and before 30-09-2018			
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Name	No.of shares	%	
		Sri Vishnu Shankar Mill Limited	1,60,000	0.07	
	d. Total shares to be acquired as % of share capital of TC	0.07 %			
	e. Price at which shares are proposed to be acquired	Market price on the date of acquisition			
	f. Rationale, if any, for the proposed transfer	Inter-se transfer among Promoters.			
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	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 exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs.704/-			
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.	The acquirer declares that the acquisition price would not be higher by more than 25% of the price computed in point 6.			

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	The acquirer declares 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). Details of disclosures are enclosed.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The acquirer declares that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly 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
	– <u>Acquirer</u> M/s. Rajapalayam Mills Limited - <u>Other Promoters other than Sellers</u> Shri P.R. Venketrama Raja Smt. R. Sudarsanam Smt. Nalina Ramalakshmi Smt. Saradha Deepa Smt. Ramachandra Raja Chittammal Shri S.R.Srirama Raja Shri N.R.K. Ramkumar Raja M/s. Ramco Industries Limited M/s. The Ramaraju Surgical Cotton Mills Limited M/s. Sudharsanam Investments Limited Total	3,29,05,000 19,46,460 12,86,960 19,46,460 19,46,460 7,36,000 1,20,000 16,000 4,93,12,420 36,24,000 29,82,600 9,68,22,360	13.97% 0.83% 0.55% 0.83% 0.83% 0.31% 0.05% 0.01% 20.93% 1.54% 1.27% 41.10%	3,30,65,000 19,46,460 12,86,960 19,46,460 19,46,460 7,36,000 1,20,000 16,000 4,93,12,420 36,24,000 29,82,600 9,69,82,360	14.04% 0.83% 0.55% 0.83% 0.83% 0.31% 0.05% 0.01% 20.93% 1.54% 1.27% 41.17%

	– <u>Seller (s)</u> M/s. Sri Vishnu Shankar Mill Limited	38,83,200	1.65%	37,23,200	1.58%
	Total	38,83,200	1.65%	37,23,200	1.58%

RAJAPALAIYAM
17-08-2018

For **RAJAPALAYAM MILLS LIMITED**



A ARULPRANAVAM
SECRETARY



TO

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400051.

BSE Limited,
Floor 25, "P.J.Towers",
Dalal Street, Mumbai - 400 001.

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

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	The Ramco Cements Limited
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited
3. Particulars of the shareholder(s) :	Promoter
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.	1. Shri.P.R.Venketrama Raja Promoter Group
or	
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	1. Smt.Sudarsanam R 2. Smt.Nalina Ramalakshmi 3. Shri.Ramkumar Raja N.R.K. 4. Smt.Saradha Deepa 5. Shri.Srirama Raja.S.R. 6. Smt.Chittammal.R. 7. M/s.Rajapalayam Mills Limited 8. M/s.Ramco Industries Limited 9. M/s.Sri Vishnu Shankar Mill Ltd. 10. M/s.Sudharsanam Investments Limited 11. M/s.The Ramaraju Surgical Cotton Mills Limited

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
As of March 31 st of the year, holding of Shares			
(A) Promoters			
Shri.P.R.Venketrama Raja	1946460	0.83	0.83
(B) Promoter Group			
Smt.Sudarsanam R	1286960	0.55	0.55
Smt.Nalina Ramalakshmi	1946460	0.83	0.83
Shri.Ramkumar Raja N.R.K.	16000	0.01	0.01
Smt.Saradha Deepa	1946460	0.83	0.83
Shri.Srirama Raja.S.R.	120000	0.05	0.05
Smt.Chittammal.R.	736000	0.31	0.31
M/s.Rajapalayam Mills Limited	32905000	13.96	13.96
M/s.Ramco Industries Limited	49312420	20.93	20.93
M/s.Sri Vishnu Shankar Mill Limited	3883200	1.65	1.65

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
M/s.Sudharsanam Investments Limited	2982600	1.26	1.26
M/s.The Ramaraju Surgical Cotton Mills Limited	3624000	1.54	1.54
Total	100705560	42.75	42.75

Part - B

Name of the Target Company - THE RAMCO CEMENTS LIMITED

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
Shri.P.R.Venketrama Raja	Promoter	AAYPV5127H
Smt.Sudarsanam R	Promoter Group	AJGPS1000H
Smt.Nalina Ramalakshmi	- do -	ABIPN4562D
Shri.Ramkumar Raja N.R.K.	- do -	ACAPR7099E
Smt.Saradha Deepa	- do -	AJGPS0997M
Shri.Srirama Raja.S.R.	- do -	AFZPS5540R
Smt.Chittammal.R.	- do -	ABGPC7888P
M/s.Rajapalayam Mills Limited	- do -	AAACR8897F
M/s.Ramco Industries Limited	- do -	AAACR5284J
M/s.Sri Vishnu Shankar Mill Ltd.	- do -	AACCS0536Q
M/s.Sudharsanam Investments Limited	- do -	AADCS4975J
M/s.The Ramaraju Surgical Cotton Mills Limited	- do -	AAACT4308D



P.R.VENKETRAMA RAJA

Place : CHENNAI

Date : 1.4.2018

To

The Secretary
The Ramco Cements Limited
"Auras Corporate Centre", 5th Floor
No:98-A, Dr.Radhakrishnan Road
Mylapore, Chennai – 600 004.

Copy to

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

Scrip Code: RAMCOCEM

BSE Ltd.
Floor 25, "P.J.Towers",
Dalal Street, Mumbai – 400 001.

Scrip Code: 500260

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

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	The Ramco Cements Limited
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited
3. Particulars of the shareholder(s) :	Promoter
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.	1. Shri.P.R.Ramasubrahmaneya Rajha 2. Shri P.R.Ramasubrahmaneya Rajha (HUF) 3. Shri.P.R.Venketrama Raja
or	Promoter Group
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	1. Smt.Sudarsanam R 2. Smt.Nalina Ramalakshmi 3. Shri.Ramkumar Raja N.R.K. 4. Smt.Saradha Deepa 5. Shri.Srirama Raja.S.R. 6. Smt.Chittammal.R. 7. M/s.Rajapalayam Mills Limited 8. M/s.Ramco Industries Limited 9. M/s.Sri Vishnu Shankar Mill Ltd. 10. M/s.Sudharsanam Investments Limited 11. M/s.The Ramaraju Surgical Cotton Mills Limited

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
As of March 31 st of the year, holding of Shares			
(A) Promoters			
Shri.P.R.Ramasubrahmaneya Rajha	1755840	0.74	0.74
Shri.P.R.Ramasubrahmaneya Rajha (HUF)	2030000	0.85	0.85
Shri.P.R.Venketrama Raja	1000000	0.42	0.42

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
(B). Promoter Group			
Smt.Sudarsanam R	340500	0.14	0.14
Smt.Nalina Ramalakshmi	1000000	0.42	0.42
Shri.Ramkumar Raja N.R.K.	16000	0.01	0.01
Smt.Saradha Deepa	1000000	0.42	0.42
Shri.Srirama Raja.S.R.	120000	0.05	0.05
Smt.Chittammal.R.	736000	0.31	0.31
M/s.Rajapalayam Mills Limited	32905000	13.83	13.83
M/s.Ramco Industries Limited	49312420	20.72	20.72
M/s.Sri Vishnu Shankar Mill Ltd.	3883200	1.63	1.63
M/s.Sudharsanam Investments Limited	2982600	1.25	1.25
M/s.The Ramaraju Surgical Cotton Mills Limited	3624000	1.52	1.52
Total	100705560	42.32	42.32

Part - B

Name of the Target Company - THE RAMCO CEMENTS LIMITED

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
Shri.P.R.Ramasubrahmaneya Rajha	Promoter	AFGPP3492N
Shri.P.R.Ramasubrahmaneya Rajha (HUF)	- do -	AABHR0094L
Shri.P.R.Venketrama Raja	- do -	AAYPV5127H
Smt.Sudarsanam R	Promoter Group	AJGPS1000H
Smt.Nalina Ramalakshmi	- do -	ABIPN4562D
Shri.Ramkumar Raja N.R.K.	- do -	ACAPR7099E
Smt.Saradha Deepa	- do -	AJGPS0997M
Shri.Srirama Raja.S.R.	- do -	AFZPS5540R
Smt.Chittammal.R.	- do -	ABGPC7888P
M/s.Rajapalayam Mills Limited	- do -	AAACR8897F

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
M/s.Ramco Industries Limited	- do -	AAACR5284J
M/s.Sri Vishnu Shankar Mill Ltd.	- do -	AACCS0536Q
M/s.Sudharsanam Investments Limited	- do -	AADCS4975J
M/s.The Ramaraju Surgical Cotton Mills Limited	- do -	AAACT4308D

P R Ramasubrahmaneya Rajha

P R RAMASUBRAHMANEYA RAJHA

Place : CHENNAI

Date : 1.4.2017

To

The Secretary
The Ramco Cements Limited
"Auras Corporate Centre", 5th Floor
No:98-A, Dr.Radhakrishnan Road
Mylapore, Chennai – 600 004.

Copy to

National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.	Scrip Code: RAMCOCEM
BSE Ltd. Floor 25, "P.J.Towers", Dalal Street, Mumbai – 400 001.	Scrip Code: 500260

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(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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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.	1. Shri.P.R.Ramasubrahmaneya Rajha 2. Shri P.R.Ramasubrahmaneya Rajha (HUF) 3. Shri.P.R.Venketrama Raja
or	Promoter Group
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	1. Smt.Sudarsanam R 2. Smt.Nalina Ramalakshmi 3. Shri.Ramkumar Raja N.R.K. 4. Smt.Saradha Deepa 5. Shri.Srirama Raja.S.R. 6. Smt.Chittammal.R. 7. M/s.Rajapalayam Mills Limited 8. M/s.Ramco Industries Limited 9. M/s.Sri Vishnu Shankar Mill Ltd. 10. M/s.Sudharsanam Investments Limited 11. M/s.The Ramaraju Surgical Cotton Mills Limited

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Shri.P.R.Venketrama Raja	1000000	0.42	0.42
(B) Promoter Group			
Smt.Sudarsanam R	340500	0.14	0.14
Smt.Nalina Ramalakshmi	1000000	0.42	0.42

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Smt.Saradha Deepa	1000000	0.42	0.42
Shri.Srirama Raja.S.R.	120000	0.05	0.05
Smt.Chittammal.R.	736000	0.31	0.31
M/s.Rajapalayam Mills Limited	32905000	13.83	13.83
M/s.Ramco Industries Limited	49312420	20.72	20.72
M/s.Sri Vishnu Shankar Mill Ltd.	3883200	1.63	1.63
M/s.Sudharsanam Investments Limited	2982600	1.25	1.25
M/s.The Ramaraju Surgical Cotton Mills Limited	3624000	1.52	1.52
Total	100705560	42.32	42.32
As of March 31 st of the year, holding of:	Same as mentioned in Point No:4		
a) Shares			
b) ~~Voting Rights (otherwise than by shares)~~			
c) ~~Warrants~~			
d) ~~Convertible Securities~~			
e) ~~Any other instrument that would entitle the holder to receive shares in the TC.~~			

Part - B

Name of the Target Company

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
Shri.P.R.Ramasubrahmaneya Rajha	Promoter	AFGPP3492N
Shri.P.R.Ramasubrahmaneya Rajha (HUF)	- do -	AABHR0094L
Shri.P.R.Venketrama Raja	- do -	AAYPV5127H
Smt.Sudarsanam R	Promoter Group	AJGPS1000H
Smt.Nalina Ramalakshmi	- do -	ABIPN4562D

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
Shri.Ramkumar Raja N.R.K.	- do -	ACAPR7099E
Smt.Saradha Deepa	- do -	AJGPS0997M
Shri.Srirama Raja.S.R.	- do -	AFZPS5540R
Smt.Chittammal.R.	- do -	ABGPC7888P
M/s.Rajapalayam Mills Limited	- do -	AAACR8897F
M/s.Ramco Industries Limited	- do -	AAACR5284J
M/s.Sri Vishnu Shankar Mill Ltd.	- do -	AACCS0536Q
M/s.Sudharsanam Investments Limited	- do -	AADCS4975J
M/s.The Ramaraju Surgical Cotton Mills Limited	- do -	AAACT4308D



P R RAMASUBRAHMANEYA RAJHA

Place : CHENNAI

Date : 5.4.2016

To

The Secretary
The Ramco Cements Limited
"Auras Corporate Centre", 5th Floor
No:98-A, Dr.Radhakrishnan Road
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Scrip Code:RAMCOCEM

BSE Ltd.
Floor 25, "P.J.Towers",
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Scrip Code:500260

RSN