

Rane Holdings Limited



RHL / IT & SAST/2013-14

March 25, 2014

National Stock Exchange of India Limited Listing Department G' Block, Bandra Kurla Complex, Bandra (E) Mumbai 400 051 Stock Code : RML E-mail ID: cmist@nse.co.in compliance@nse.co.in	Bombay Stock Exchange Limited Corporate Relationship Department, 1 st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Stock Code : 532661 E-mail ID: corp.relations@bseindia.com corp.compliance@bseindia.com jeewan.noronha@bseindia.com listing CENTRE@bseindia.com	Rane (Madras) Limited 132, Cathedral Road, Chennai 600 086 E-mail ID: investorservices@rane.co.in
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Dear Sir,

Sub: Acquisition of shares by Rane Holdings Limited in Rane (Madras) Limited

(a) Allotment pursuant to Scheme of Amalgamation

This is to inform you that pursuant to Scheme of amalgamation of Rane Diecast Limited with Rane (Madras) Limited (RML) sanctioned by the High Court under Section 391-394, the Company has been allotted 3,46,504 fully paid-up equity shares of Rs.10/- each in the ratio of 1 equity share of RML for every 30 equity shares of RDL held, as per the consideration for amalgamation contained in the Scheme on March 21, 2014.

Consequently, the post allotment paid up capital of Rane (Madras) Limited stands increased to the extent of the above allotment viz., from Rs.10,16,41,450/- (1,01,64,145 equity shares of Rs.10/- each) to Rs.10,51,06,490/- (1,05,10,649 equity shares of Rs.10/- each). Accordingly the shareholding of the Company in RML has increased by 3.30% on the post allotment paid-up capital.

In this connection we enclose herewith disclosure under:

- (a) 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 ; and
- (b) 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

(b) Amendment to earlier filed disclosures under 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992

Based on the standing instructions of the Company, the trading member has been purchasing RML shares in the open market and advising the Company of such purchases from time to time. The Company has today i.e., March 25, 2014 received intimation in respect of one such open market purchase made on February 13, 2014, by the trading member on behalf of the Company for 544 equity shares of RML (representing 0.005% of the then total paid-up capital of RML viz., 1,01,64,145 equity shares).



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Rane Holdings Limited

Continuation Sheet

You may note that the Company had sent disclosures to the exchanges of the open market purchases exceeding the value of Rs.500,000/- between February 13, 2014 to March 6, 2014 through the following three disclosures, within the time period of two working days as per the said regulations:

- (a) Form D dated February 19, 2014 (purchases from February 13, 2014 to February 18, 2014)
- (b) Form D dated March 4, 2014 (purchases from February 19, 2014 to March 3, 2014)
- (c) Form D dated March 7, 2014 (purchases made on March 5 and 6, 2014)

In order to reflect the correct holding of the Company since February 13, 2014, we enclose herewith the revised Form D for the above declarations.

We request you to take the enclosed declarations on record., viz.,

- (a) Revised Form D (for purchases from February 13, 2014 to February 18, 2014)
- (b) Revised Form D (for purchases from February 19, 2014 to March 3, 2014)
- (c) Revised Form D (for purchases made on March 5 and 6, 2014)
- (d) Form D – for purchase of 1,749 equity shares (Rs.2,33,404 in value) made on March 14, 2014 and the allotment of 3,46,504 equity shares pursuant to the scheme of amalgamation.
- (e) Disclosure under 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We regret for the inconvenience caused in this regard and request you condone the unintended delay, if any, in submission of the declarations under SEBI (Prohibition of Insider Trading) Regulations, 1992.

Thanking You,

Yours truly,
For Rane Holdings Limited


C Siva
Secretary

Encl: as above



**Disclosures under Regulation 29(2)
of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Rane (Madras) Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Rane Holdings Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes, the acquirer is the Holding Company		
Name(s) of the stock exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share / voting capital wherever applicable	% w.r.t. total diluted share/voting capital of TC
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	54,73,369	53.85%	NA
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	
c) Voting rights (VR) otherwise than by shares	-	-	
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	
e) Total (a+b+c+d)	54,73,369	53.85%	
Details of the acquisition / sale			
a) Shares carrying voting rights acquired / sold			NA
(i) Acquired in Open Market	96,399	0.95%	
(ii) Allotment pursuant to Scheme of amalgamation (Refer Note 1)	3,46,504	3.30%	
b) VRs acquired / sold otherwise than by shares	-	-	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	
d) Shares encumbered / invoked/released by the acquirer	-	-	
e) Total (a+b+c+d)	4,42,903	4.21%	
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	59,16,272	56.29%	NA
b) Shares encumbered with the acquirer	-	-	
c) VRs otherwise than by shares	-	-	
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	
e) Total (a+b+c+d)	59,16,272	56.29%	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	(a) Open Market - 96,399 Equity Shares (b) Allotment pursuant to scheme of amalgamation - 346,504 Equity shares (refer Note-1)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	(a) From 28-January-2014 to 14-March-2014 - Market Purchase (b) March 21, 2014 - Allotment pursuant to scheme of amalgamation		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs.10,16,41,450		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs.10,51,06,490		
Total diluted share/voting capital of the TC after the said acquisition	NA		

Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.- Not Applicable since the Company has allotted shares on March 21, 2014 pursuant to the scheme of amalgamation as explained in Note 1

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.- Not Applicable

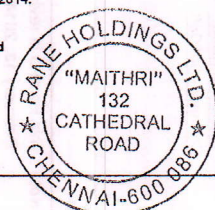
Note:

1. One fully paid-up equity share of Rane (Madras) Limited (RML/ Transferee Company) for every Thirty fully paid-up equity shares of Rane Diecast Limited (RDL/Transferor Company) allotted pursuant to Scheme of amalgamation of RDL with RML as sanctioned by the Hon'ble High Court of Madras vide order dt. February 18, 2014.

For Rane Holdings Limited

C Silva
Secretary

Place: Chennai
Date: March 25, 2014



FORM-D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (Regulation 13(4), 13(4A) and (6))

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of Rane (Madras) Limited

REVISED

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment/ advice/ acquisition/ sale of shares/voting rights	Date of intimation to the Company	Mode of acquisition (market purchase/ public rights/ preferential offer etc.) / Sale	No. & % of shares/ voting rights post acquisition/ sale	Trading Member through whom the trade was executed with SEBI Registration No of the TM	Exchange on which trade was executed	Buy quantity	Buy Value	Sell quantity	Sell value
	Shares	%			Shares	%		Shares	(Rs.)	Shares	(Rs.)
Rane Holdings Ltd PAN - AABCR5136J Address: "Maithri" No 132 Cathedral Road, Chennai - 600086	55,22,589	54.33%	13-Feb-14	19-Feb-2014	55,23,557	54.34%	Paterson Securities (P) Ltd. SEBI Regn. No. BSE - INB011367134 NSE- INB231367195	968	1,25,509.50	-	-
	55,23,557	54.34%	24-Mar-14	25-Mar-14	55,24,101	54.35%		544	70,494.78	-	-
	55,24,101	54.35%	14-Feb-14	19-Feb-2014	55,25,751	54.37%		1,650	2,14,500.00	-	-
	55,25,751	54.37%	17-Feb-14	19-Feb-2014	55,26,715	54.37%		964	1,25,320.00	-	-
	55,26,715	54.37%			55,27,120	54.38%		405	52,650.00	-	-
	55,27,120	54.38%			55,36,720	54.47%		9,600	12,48,000.00	-	-
	55,36,720	54.47%	18-Feb-14	19-Feb-2014	55,51,677	54.62%		14,957	19,44,410.00	-	-
								29,088	37,80,884.28	-	-
Total											

Note : This Form D is revised to include the market purchase intimation received from trading member on March 24, 2014 for 544 equity shares purchased in the open market on behalf of the Company on February 13, 2014.

Revised on : March 25, 2014
Place: Chennai
Original Date : February 19, 2014

For Rane Holdings Limited

C Siva

Secretary



FORM-D
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
(Regulation 13(4), 13(4A) and (6))

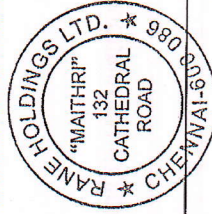
Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of Rane (Madras) Limited

REVISED

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of advice/acquisition/ sale of shares/voting rights	Date of intimation to the Company	Mode of acquisition (market purchase/ preferential offer etc.) / Sale	No. & % of shares/ voting rights post acquisition/ sale	Trading Member through whom the trade was executed with SEBI Registration No of the TM	Exchange on which trade was executed	Buy quantity	Buy Value	Sell quantity	Sell value
	Shares	%			Shares	%		Shares	(Rs.)	Shares	(Rs.)
Rane Holdings Ltd PAN - AABCR5136J Address: "Maithri" No 132 Cathedral Road, Chennai - 600086	55,51,877	54.62%	19-Feb-14		55,52,302	54.63%			81,225.00	-	-
	55,52,302	54.63%	19-Feb-14		55,52,414	54.63%			14,460.00	-	-
	55,52,414	54.63%	20-Feb-14		55,52,544	54.63%			16,910.00	-	-
	55,52,544	54.63%	21-Feb-14		55,52,643	54.63%			12,870.00	-	-
	55,52,843	54.63%	24-Feb-14		55,52,843	54.63%			26,000.00	-	-
	55,52,843	54.63%	26-Feb-14		55,53,243	54.64%			53,109.65	-	-
	55,53,243	54.64%	26-Feb-14		55,54,906	54.65%			2,02,543.50	-	-
	55,54,906	54.65%	28-Feb-14		55,55,076	54.65%			22,422.95	-	-
	55,55,076	54.65%	03-Mar-14		55,60,772	54.71%			7,51,216.20	-	-
	55,60,772	54.71%	03-Mar-14		55,61,489	54.72%			93,927.00	-	-
Total								9,812	12,74,684.30		

Note: This Form D is revised to align the pre-acquisition & post acquisition shareholding of Rane Holdings Limited in Rane (Madras) Limited due to the amendment made on March 25, 2014 to Form D originally filed with the stock exchanges on February 19, 2014

Revised on : March 25, 2014
Place: Chennai
Original Date : March 4, 2014



For Rane Holdings Limited
(Signature)
Secretary

FORM-D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

(Regulation 13(4), 13(4A) and (6))

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of Rane (Madras) Limited

REVISED

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer		Date of receipt of allotment/ advice/ acquisition/ n/sale of shares/voting rights	Date of intimation to the Company	Mode of acquisition (market purchase/ public/rights/ preferential offer etc.) / Sale	No. & % of shares/ voting rights post acquisition/ sale		Trading Member through whom the trade was executed with SEBI Registration No of the TM	Exchange on which trade was executed	Buy quantity	Buy Value	Sell quantity	Sell value
	Shares	%				Shares	%						
Rane Holdings Ltd PAN - AABCR5136J Address: "Maithri" No 132 Cathedral Road, Chennai - 600086	55,61,489	54.72%	05-Mar-14	07-Mar-2014	Market Purchase	55,61,588	54.72%	Paterson Securities (P) Ltd. SEBI Regn. No. BSE - INB011367134 NSE- INB231367195	NSE	99	13,068.00	-	-
	55,61,588	54.72%	05-Mar-14			55,61,877	54.72%		BSE	289	38,437.00	-	-
	55,61,877	54.72%	06-Mar-14			55,68,019	54.78%		NSE	6,142	8,16,886.00	-	-
												-	-
Total										6,530	8,68,391.00	-	-

Note: This Form D is revised to align the pre-acquisition & post acquisition shareholding of Rane Holdings Limited in Rane (Madras) Limited due to the amendment made on March 25, 2014 to Form D originally filed with the stock exchanges on February 19, 2014

Revised on : March 25, 2014
Place: Chennai

Original Date : March 07, 2014



For Rane Holdings Limited

C Siva

Secretary

FORM-D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (Regulation 13(4), 13(4A) and (6))

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of Rane (Madras) Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer	No. & % of shares/ voting rights held by the Promoter/ part of Promoter Group/Director/ Officer		Date of receipt of allotment/ advice/acquisition of shares/voting rights	Date of intimation to the Company	Mode of acquisition (market purchase/ public rights offer/ preferential offer etc.) / Sale	No. & % of shares/ voting rights post acquisition/ sale		Trading Member through whom the trade was executed with SEBI Registration No of the TM	Exchange on which trade was executed	Buy quantity	Buy Value	Sell quantity	Sell value
	Shares	%				Shares	%						
Rane Holdings Ltd PAN - AABCR5136J Address: "Maithiri" No 132 Cathedral Road, Chennai - 600086	55,68,019	54.78%	14-Mar-2014	25-Mar-2014	Market Purchase	55,68,965	54.79%	Paterson Securities (P) Ltd.	NSE	948	1,26,243.70	-	-
	55,68,965	54.79%				55,69,768	54.80%	SEBI Regn. No. BSE - INB011367134 NSE- INB231367195	BSE	803	1,07,160.35	-	-
	55,69,768	54.80%	21-Mar-2014		Allotment pursuant to Scheme of amalgamation (refer Note 1)	59,16,272	56.29%	Not Applicable	NA	3,46,504	NA	-	-
Total											2,33,404.05	-	-

Note 1

1. One fully paid-up equity share in Rane (Madras) Limited (RML/ Transferee Company) for every Thirty fully paid-up equity shares in Rane Diecast Limited (RDL/ Transferor Company) allotted pursuant to Scheme of amalgamation of RDL with RML as sanctioned by the Hon'ble High Court of Madras vide order dt. February 18, 2014.

2. Paid - up Capital of RML before allotment pursuant to the scheme of amalgamation, on March 21, 2014 was 1,01,64,145 equity shares of Rs.10/- each fully paid-up

3. Paid - up Capital of RML after allotment pursuant to the scheme of amalgamation, on March 21, 2014 is 1,05,10,649 equity shares of Rs.10/- each fully paid-up

Place: Chennai

Date : March 25, 2014

For Rane Holdings Limited

C Siva

Secretary



