

**Annexure-B2**

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

|                                                                                                                                                                           |                               |                                                         |                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|---------------------------------------------------------|----------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                        | RUCHI SOYA INDUSTRIES LIMITED |                                                         |                                                          |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                          | RUCHI INFRASTRUCTURE LIMITED  |                                                         |                                                          |
| 3. Whether the acquirer belongs to Promoter/Promoter group                                                                                                                | YES                           |                                                         |                                                          |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                     | BSE and NSE                   |                                                         |                                                          |
| 5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC                                                                  | Number                        | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC(*) |
| <u>Before the acquisition/disposal under consideration, holding of:</u>                                                                                                   |                               |                                                         |                                                          |
| a) Shares carrying voting rights                                                                                                                                          | 18,18,57,509                  | 54.54%                                                  | 54.54%                                                   |
| b) Voting rights (VR) otherwise than by shares                                                                                                                            | NIL                           | --                                                      | --                                                       |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | NIL                           | --                                                      | --                                                       |
| Total (a+b+c)                                                                                                                                                             | 18,18,57,509                  | 54.54%                                                  | 54.54%                                                   |
| <u>Details of acquisition/sale</u>                                                                                                                                        |                               |                                                         |                                                          |
| a) (i) Shares carrying voting rights acquired                                                                                                                             | 85,87,296                     | 2.57%                                                   | 2.57%                                                    |
| a) (ii) Shares carrying voting rights sold                                                                                                                                | 39,72,363                     | 1.19%                                                   | 1.19%                                                    |
| b) VRs acquired /sold otherwise than by shares                                                                                                                            | Nil                           | --                                                      | --                                                       |
| c) Warrants/convertible securities/any other instrument                                                                                                                   | Nil                           | --                                                      | --                                                       |

*Will Shukla*  
(NB)

|                                                                                                                                                                                             |                                                                         |        |        |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------|--------|
| that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold                                                              |                                                                         |        |        |
| Total (a+b+c)                                                                                                                                                                               | 1,25,59,659                                                             | 3.76%  | 3.76%  |
| <u>After the acquisition/sale, holding of:</u>                                                                                                                                              |                                                                         |        |        |
| a) Shares carrying voting rights                                                                                                                                                            | 18,64,72,442                                                            | 55.82% | 55.82% |
| b) VRs otherwise than by shares                                                                                                                                                             | Nil                                                                     | --     | --     |
| 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) after acquisition. | Nil                                                                     | --     | --     |
| Total (a+b+c) (**)                                                                                                                                                                          | 18,64,72,442                                                            | 55.82% | 55.82% |
| 6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                               | Open Market / inter-se transfer                                         |        |        |
| 7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                               | From 29 <sup>th</sup> September, 2012 to 8 <sup>th</sup> November, 2013 |        |        |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                 | 33,34,39,622 equity shares                                              |        |        |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                   | 33,40,46,422 equity shares                                              |        |        |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale.                                                                                                           | 33,40,46,422 equity shares                                              |        |        |

(\*) 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.

(\*\*) An entity (Ruchi Infrastructure Limited.) of the promoters' group has acquired 32,72,363 equity shares and another entity [Soyumm Marketing Pvt. Ltd.] has sold 32,72,363 equity shares in the open market on 8<sup>th</sup> November, 2013, which has triggered applicability of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Similarly, couple of entities of promoters group sold 7,00,000 equity shares in aggregate during October, 2012 In Open Market, whereas couple of other entities acquired 14,43,792 equity shares upto March, 2013 from open market. Accordingly, the net of purchases and sales made since last disclosures, has been effected in para 5 above (in post transactions holding).

Place: Indore

Date: 12/11/2013

  
(Nitesh Shahra)

Representing Promoters' Group

**Annexure-B-1**

**promoters group of TC (Ruchi Soya Industries Limited)**

|    |                                                                        |
|----|------------------------------------------------------------------------|
| 1  | Abha Shahra                                                            |
| 2  | Dinesh Shahra                                                          |
| 3  | Dinesh Shahra (HUF)                                                    |
| 4  | Kailash Shahra                                                         |
| 5  | Mridula Shahra                                                         |
| 6  | Nitadevi Shahra                                                        |
| 7  | Santosh Shahra (HUF)                                                   |
| 8  | Suresh Shahra                                                          |
| 9  | Savitridevi Shahra                                                     |
| 10 | Nita Umesh Shahra (Trustee of Suyash Trust)                            |
| 11 | Umesh Shahra                                                           |
| 12 | Ushadevi Shahra                                                        |
| 13 | Amrita Shahra                                                          |
| 14 | Ankesh Shahra                                                          |
| 15 | Sarvesh Shahra                                                         |
| 16 | Amisha Shahra                                                          |
| 17 | Suresh Shahra (HUF)                                                    |
| 18 | Manish Shahra                                                          |
| 19 | Neha Shahra                                                            |
| 20 | Bhawana Goel                                                           |
| 21 | Nitesh Shahra                                                          |
| 22 | Kailash Shahra HUF                                                     |
| 23 | Vishesh Shahra                                                         |
| 24 | Mamta Khandelwal                                                       |
| 25 | APL International Pvt. Limited                                         |
| 26 | Arandi Investment Pvt. Limited                                         |
| 27 | National Steel & Agro Industries Limited                               |
| 28 | Mahakosh Holdings Private Limited                                      |
| 29 | Ruchi Infrastructure Limited                                           |
| 30 | Dinesh Shahra (Trustee Ruchi Soya Industries Ltd. Beneficiary Trust)   |
| 31 | Dinesh Shahra (Trustee of Shiva Foundation)                            |
| 32 | Mahakosh Papers Pvt. Ltd.                                              |
| 33 | Ruchi Acroni Ind Limited                                               |
| 34 | Shahra Estate Pvt. Ltd.                                                |
| 35 | Ruchi Global Ltd.                                                      |
| 36 | Ruchi Infotech Ltd.                                                    |
| 37 | Suresh Chandra Santosh Kumar shahra (Trustee of Mahakosh Family Trust) |
| 38 | Soyumm Marketing Private Limited                                       |
| 39 | Shahra Brothers Pvt. Ltd.                                              |
| 40 | Spectra Realities Pvt. Ltd.                                            |
| 41 | Evershine Oleochem Limited                                             |

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