

K.B. AGARWAL

**3 Alipore Road,
Kolkata 700 - 027**

April 02, 2015

The Manager (Listing Department) National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1. G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051	The Deputy Manager (Listing Department) The Department of Corporate Services Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
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Dear Sir/Madam,

Re: Rupa & Company Limited Scrip Code 533552

Sub: Continual Disclosure as per Regulation 30(1) & 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeover) Regulations, 2011

Please find enclosed herewith the details of shareholding of persons holding more than twenty percent shares or voting rights of Rupa & Company Limited and details of shareholding of promoters, promoter group along with person (s) acting in concert having control over the Company as on March 31, 2015.

Kindly acknowledge receipt.

Thanking you

Yours truly

For & on behalf of the promoters & promoter Group

K.B. Agarwala
Kunj Bihari Agarwala

K.B.AGARWAL

3, Alipore Road,
Kolkata - 700 027

Format for Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Part A- Details of Shareholding

1. Name of Target Company (TC)	Rupa & Co. Ltd.																																																																
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. Bombay Stock Exchange Limited 2. National Stock Exchange Limited																																																																
3. Particulars of the shareholder(s): 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. Or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	NIL <table border="1"><thead><tr><th>Serial Number</th><th>Name</th></tr></thead><tbody><tr><td>1</td><td>¹P.R.Agarwala</td></tr><tr><td>2</td><td>¹K.B.Agarwala</td></tr><tr><td>3</td><td>¹G.P.Agarwala</td></tr><tr><td>4</td><td>¹P.R.Agarwala</td></tr><tr><td>5</td><td>G.P.Agarwala</td></tr><tr><td>6</td><td>K.B.Agarwala</td></tr><tr><td>7</td><td>Ramesh Agarwal</td></tr><tr><td>8</td><td>Pushpa Devi Agarwal</td></tr><tr><td>9</td><td>K.B.Agarwala, K.B. & Sons (HUF)</td></tr><tr><td>10</td><td>Seema Agarwal</td></tr><tr><td>11</td><td>Seema Agarwal</td></tr><tr><td>12</td><td>Shanti Devi Agarwal</td></tr><tr><td>13</td><td>Ravi Agarwal</td></tr><tr><td>14</td><td>Lalita Devi Agarwal</td></tr><tr><td>15</td><td>¹Suresh Agarwal</td></tr><tr><td>16</td><td>Mukesh Agarwal (HUF)</td></tr><tr><td>17</td><td>Sudha Agarwal</td></tr><tr><td>18</td><td>Ghanshyam Prasad Manish Kumar (HUF)</td></tr><tr><td>19</td><td>Prahalad Rai Suresh Kumar (HUF)</td></tr><tr><td>20</td><td>¹Manish Agarwal</td></tr><tr><td>21</td><td>¹Bajjnath Agarwal</td></tr><tr><td>22</td><td>Vikash Agarwal</td></tr><tr><td>23</td><td>Sarita Patwari</td></tr><tr><td>24</td><td>¹Mukesh Agarwal</td></tr><tr><td>25</td><td>Rajnish Agarwal</td></tr><tr><td>26</td><td>Suresh Agarwal (HUF)</td></tr><tr><td>27</td><td>Ravi Agarwal (HUF)</td></tr><tr><td>28</td><td>Shalini Agarwal</td></tr><tr><td>29</td><td>Rajnish Enterprises Ltd</td></tr><tr><td>30</td><td>Sidhant Credit Capital Ltd</td></tr><tr><td>31</td><td>Purvanchal Leasing Ltd</td></tr></tbody></table>	Serial Number	Name	1	¹ P.R.Agarwala	2	¹ K.B.Agarwala	3	¹ G.P.Agarwala	4	¹ P.R.Agarwala	5	G.P.Agarwala	6	K.B.Agarwala	7	Ramesh Agarwal	8	Pushpa Devi Agarwal	9	K.B.Agarwala, K.B. & Sons (HUF)	10	Seema Agarwal	11	Seema Agarwal	12	Shanti Devi Agarwal	13	Ravi Agarwal	14	Lalita Devi Agarwal	15	¹ Suresh Agarwal	16	Mukesh Agarwal (HUF)	17	Sudha Agarwal	18	Ghanshyam Prasad Manish Kumar (HUF)	19	Prahalad Rai Suresh Kumar (HUF)	20	¹ Manish Agarwal	21	¹ Bajjnath Agarwal	22	Vikash Agarwal	23	Sarita Patwari	24	¹ Mukesh Agarwal	25	Rajnish Agarwal	26	Suresh Agarwal (HUF)	27	Ravi Agarwal (HUF)	28	Shalini Agarwal	29	Rajnish Enterprises Ltd	30	Sidhant Credit Capital Ltd	31	Purvanchal Leasing Ltd
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4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
¹ P.R. Agarwala	6070000	7.63	7.63
² K.B. Agarwala	6000000	7.54	7.54
³ G.P. Agarwala	6000000	7.54	7.54
⁴ P.R. Agarwala	2951090	3.71	3.71
G.P. Agarwala	1240910	1.56	1.56
K.B. Agarwala	1278000	1.61	1.61
Ramesh Agarwal	1059230	1.33	1.33
Pushpa Devi Agarwal	593920	0.75	0.75
K.B. Agarwala, K.B. & Sons (HUF)	588410	0.74	0.74
Seema Agarwal	220160	0.28	0.28
Seema Agarwal	293640	0.37	0.37
Shanti Devi Agarwal	776320	0.98	0.98
Ravi Agarwal	1742630	2.19	2.19
Lalita Devi Agarwal	346310	0.44	0.44
⁵ Suresh Agarwal	1066570	1.34	1.34
Mukesh Agarwal (HUF)	282510	0.36	0.36
Sudha Agarwal	274720	0.35	0.35
Ghanshyam Prasad Manish Kumar (HUF)	185090	0.23	0.23
Prahalad Rai Suresh Kumar (HUF)	151970	0.19	0.19
⁶ Manish Agarwal	1232550	1.55	1.55
⁷ Bajinath Agarwal	97410	0.12	0.12
Vikash Agarwal	1755440	2.21	2.21
Sarita Patwari	52600	0.07	0.07
⁸ Mukesh Agarwal	729550	0.92	0.92
Rajnish Agarwal	1243370	1.56	1.56
Suresh Agarwal (HUF)	13630	0.02	0.02
Ravi Agarwal (HUF)	11690	0.01	0.01
Shalini Agarwal	7790	0.01	0.01
Rajnish Enterprises Ltd	15821190	19.89	19.89
Sidhant Credit Capital Ltd	1692020	2.13	2.13
Purvanchal Leasing Ltd	5807670	7.3	7.3
As of March 31 st of the year, holding of:			
a) Shares	59586390	74.93	74.93
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants,	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil

- ¹ Held 18070000 (22.7%) shares jointly with certain other partners on behalf of Binod Hosiery a partnership firm
² Held 641010 shares in trust for Chhoti Devi Agarwala Family Trust,
87670 shares as trustee for Bajinath Agarwal Family Trust and 138330 shares on behalf of Chhoti Devi Agarwal
³ Held 9740 shares on behalf of Shristi Agarwal and 9740 shares on behalf of Sidhant Agarwal (minors)
⁴ Held 35070 shares on behalf of Rachana Agarwal
⁵ Held 3890 shares on behalf of Bajinath Agarwal (HUF)
⁶ Held 11690 shares in trust for Devnashi Agarwal (minors).

For & on Behalf of the promoters & promoter Group

K.B. Agarwal

Kunj Bihari Agarwal

Date: 02.4.2015

Place: Kolkata