

SAMARA GUPTA

Address :-18, Ashok Avenue, Westend Greens Rajokari, Delhi 110038

Email - bmgenterprises2018@gmail.com

14th February, 2026

The Department of Corporate Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001 Scrip Code: 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: ROSSELLIND
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Dear Sirs,

Sub.: **Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Kindly be advised that I, Samara Gupta, a promoter of Rossell India Limited (the **Company**) propose to acquire 35,79,170 equity shares through an off-market inter-se transfer by way of gift from my father viz. Mr. Harsh Mohan Gupta, who is also a promoter of the Company.

The proposed acquisition is exempted from the obligation to make open offer pursuant to the provisions of Regulation 10(1)(a)(i) and 10(1)(a)(ii) of the SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011.

Accordingly, this intimation is being submitted in respect of the proposed acquisition, in compliance with the provisions of Regulation 10(5) of the SEBI (Substantial Acquisition Shares and Takeovers) Regulations, 2011.

I confirm that there is no change in the aggregate shareholding of the promoters of the Company pursuant to the above off market inter-se transfer among the Promoters by way of gift.

The necessary disclosure as required under Regulation 10(5) of the said Regulation in the prescribed format is enclosed for your information and dissemination to the public at large.

Kindly take the same on record and acknowledge the receipt of the same.

Yours Faithfully,

SAMARA
GUPTA

Digitally signed by
SAMARA GUPTA
Date: 2026.02.14
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Samara Gupta
Acquirer (Promoter)

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

1.	Name of the Target Company (TC)	Rossell India limited
2.	Name of the acquirer(s)	Samara 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	Mr. Harsh Mohan Gupta
	b. Proposed date of acquisition	On or after 20th February, 2026
	c. Number of shares to be acquired from each person mentioned in 4(a) above	35,79,170 Equity Shares
	d. Total shares to be acquired as % of share capital of TC	9.49%
	e. Price at which shares are proposed to be acquired	Since this is an off-market inter-se transfer among promoters and immediate relatives i.e., between father and daughter, by way of Gift, there is no consideration involved and therefore, pricing of shares is not applicable
	f. Rationale, if any, for the proposed transfer	Transfer of shares by way of gift to the Acquirer
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) – Immediate relatives; and Regulation 10(1)(a)(ii) – Persons named as promoter in the shareholding Pattern of the last three financial year prior to the proposed acquisitions;
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.	The Equity Shares are proposed to be transferred by way of an inter-se transfer among the Promoters, who are immediate relatives, through off-market transfer by way of gift. Hence, the requirement of volume weighted average market price is 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, since the proposed acquisition of equity shares is through an off-market inter-se transfer among the promoters who are immediate relatives i.e., between father and daughter by way of gift.

9.	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) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	i. I hereby declare 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 SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ii. The copy of disclosures furnished by the Promoters during the previous 3 years prior to the date of proposed acquisition by the Promoters are given in 'Annexure A'.			
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) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to exemptions have 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
	a Acquirer(s) and PACs (other than sellers)(*) - Ms. Samara Gupta	15,536	0.04	35,94,706	9.54
	b Seller (s)/ Transferor - Mr. Harsh Mohan Gupta	1,48,88,113	39.49%	1,13,08,943	30.00

SAMARA Digitally signed
by SAMARA
GUPTA
GUPTA Date: 2026.02.14
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Samara Gupta
Acquirer (Promoter)
Place: New Delhi
Date: 14th February, 2026

Encl.: All disclosures furnished under Regulation 29(1), 29(2) and 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by the Promoters during the previous 3 (three) years prior to the date of proposed acquisition by promoters, are given under Annexure A.