

# REDROSE VANIJYA LLP

Regd. Office: Room No.303, 3<sup>rd</sup> Floor, Gate No.-2, Poddar Court, 18, Rabindra Sarani, Kolkata-700001

LLPIN: ACL-8811

Email: [redrosevanijya@gmail.com](mailto:redrosevanijya@gmail.com); Tel: 033-40647374

Date: 19<sup>th</sup> February, 2025

<b>BSE Ltd. (BSE)</b> 1 <sup>st</sup> Floor, New Trading Wing, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	<b>National Stock Exchange of India Limited (NSE)</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Email: <a href="mailto:takeover@nse.co.in">takeover@nse.co.in</a>
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**Subject:- Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").**

Dear Sir(s)/ Madam,

This is with reference to the captioned subject, We M/s Redrose Vanijya LLP (Formerly known as Redrose Vanijya Private Limited) enclosing herewith disclosures required to be filed in terms of Regulation 10(6) of SEBI SAST Regulations, 2011 with respect to indirect acquisition of 31.14% of the voting rights of RSWM Limited through Scheme of Arrangement of M/s Alankrit Vyapaar Private Limited, M/s Captain Trade & Agencies Private Limited, M/s Dreamon Commercial Private Limited, M/s Emersec Holdings Private Limited, M/s Jemco Vanijya Private Limited, M/s Jet (India) Private Limited, M/s M. L. Finlease Private Limited, M/s Nikita Electrotrades Private Limited, M/s Purvi Vanijya Niyojan Limited, M/s Raghav Commercial Limited, M/s Shashi Commercial Company Limited, M/s Strength Fincap Markets Private Limited, M/s Bharat Investment Growth Limited, M/s Giltedged Industrial Securities Limited, M/s Investors India Limited, M/s India Texfab Marketing Limited, M/s Kalati Holdings Private Limited, M/s LNJ Financial Services Limited, M/s N R Finvest Private Limited, M/s Shrasti Marketing Private Limited and M/s Uttri Investments Private Limited with Redrose Vanijya Private Limited ("**Scheme**") as approved by Hon'ble NCLT, Kolkata Bench not involving the Target Company.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Redrose Vanijya LLP**  
**(Formerly known as Redrose Vanijya Private Limited)**

**(Riju Jhunjunwala)**  
**Designated Partner**  
**DPIN: 00061060**

Encl: As above

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## Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers)

### Regulations, 2011

1	Name of the Target Company (TC)	RSWM Limited
2	Name of the acquirer(s)	<b>Redrose Vanijya LLP (Formerly known as Redrose Vanijya Private Limited ("Acquirer"))</b>
3	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited (NSE) and BSE Limited (BSE)
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>Bharat Investment Growth Limited, Dreamon Commercial Private Limited, Investors India Limited, India Texfab Marketing Limited, Kalati Holdings Private Limited, LNJ Financial Services Limited, N. R. Finvest Private Limited, Purvi Vanijya Niyojan Limited and Raghav Commercial Limited ("<b>Amalgamated Companies</b>") are disclosed as members of the promoter and promoter group of the TC and hold 1,46,65,817 equity shares of the TC representing 31.14% of the fully paid up equity share capital of the TC.</p> <p>Pursuant to a Scheme of Arrangement of M/s Alankrit Vyapaar Private Limited, M/s Captain Trade &amp; Agencies Private Limited, M/s Dreamon Commercial Private Limited, M/s Emersec Holdings Private Limited, M/s Jemco Vanijya Private Limited, M/s Jet (India) Private Limited, M/s M. L. Finlease Private Limited, M/s Nikita Electrotrades Private Limited, M/s Purvi Vanijya Niyojan Limited, M/s Raghav Commercial Limited, M/s Shashi Commercial Company Limited, M/s Strength Fincap Markets Private Limited, M/s Bharat Investment Growth Limited, M/s Giltedged Industrial Securities Limited, M/s Investors India Limited, M/s India Texfab Marketing Limited, M/s Kalati Holdings Private Limited, M/s LNJ Financial Services Limited, M/s N R Finvest Private Limited, M/s Shrasti Marketing Private Limited and M/s Uttri Investments Private Limited with Redrose Vanijya Private Limited ("<b>Scheme</b>"), as sanctioned by the Hon'ble National Company Law Tribunal, Kolkata Bench vide its Order dated 24<sup>th</sup> October, 2024 read with Corrigendum Order dated 01<sup>st</sup> January, 2025, the Amalgamated Companies along with the other transferor companies involved in the Scheme have been amalgamated with Redrose Vanijya Private Limited and consequently, Redrose Vanijya Private Limited has indirectly acquired 31.14% of the voting rights on the equity shares held by the Amalgamated Companies in the TC.</p> <p>The above indirect acquisition of voting rights by Acquirer pursuant to the Scheme does not directly involve the TC and fulfills the conditions prescribed in Regulation 10(1)(d)(iii) of Takeover Regulations.</p>
5	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(iii) of the Takeover Regulations.
6	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not Applicable

7	Details of acquisition	<b>Disclosures made/ required to be made under regulation 10(5)</b>		<b>Whether the disclosures under regulation 10(5) are actually made</b>	
	a. Name of the transferor/seller	Not applicable		Not applicable	
	b. Date of acquisition	Not applicable		Not applicable	
	c. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable		Not applicable	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not applicable		Not applicable	
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable		Not applicable	
8	Shareholding Details	<b>Pre-Transaction</b>		<b>Post-Transaction</b>	
		<b>No. of shares held</b>	<b>% w.r.t. to total share capital of TC</b>	<b>No. of shares held</b>	<b>% w.r.t. to total share capital of TC</b>
	– Each Acquirer / Transferee(*) <b>Redrose Vanijya LLP (Formerly known as Redrose Vanijya Private Limited)</b>	Nil	NA	1,46,65,817	31.14%
	– Each Seller / Transferor				
	Bharat Investment Growth Ltd.	18,15,300	3.85	Nil	NA
	Dreamon Commercial Private Ltd.	19,29,455	4.10	Nil	NA
	Investors India Ltd.	11,39,955	2.42	Nil	NA
	India Texfab Marketing Ltd.	5,287	0.01	Nil	NA
	Kalati Holdings Private Limited	2,29,573	0.49	Nil	NA
	LNJ Financial Services Ltd.	51,25,370	10.88	Nil	NA
	N.R. Finvest Pvt. Ltd.	5,16,000	1.10	Nil	NA
	Purvi Vanijya Niyojan Ltd.	31,57,077	6.70	Nil	NA
	Raghav Commercial Ltd.	7,47,800	1.59	Nil	NA
	<b>TOTAL</b>	<b>1,46,65,817</b>	<b>31.14</b>	<b>1,46,65,817</b>	<b>31.14</b>

**Note:**

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For and on behalf of  
**Redrose Vanijya LLP**  
**(Formerly known as Redrose Vanijya Private Limited)**

**(Riju Jhunjhunwala)**  
**Designated Partner**  
**DPIN: 00061060**

Date: 19.02.2025