

Registered Office: Tel : 91 44 2811 2472
" Maithri " URL : www.ranegroup.com
132, Cathedral Road,
Chennai 600 086.
India.

CIN : L35999TN1936PLC002202

Rane Holdings Limited



//E-mail submission//

RHL/SAST/005/2025-26

April 25, 2025

National Stock Exchange of India Limited e-mail ID: takeover@nse.co.in	BSE Limited e-mail: corp.relations@bseindia.com
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Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir / Madam,

This is to inform you that Rane Holdings Limited, along with other acquirers, have acquired the following securities of Rane (Madras) Limited ("Target Company") **NSE Symbol: RML** and **BSE Scrip Code: 532661** pursuant to allotment under Scheme of Amalgamation of Rane Engine Valve Limited, Rane Brake Lining Limited with and into Rane (Madras) Limited and its shareholders on April 23, 2025:

Type of Securities	No. of Securities
Equity Shares	76,55,127 equity shares of Rs.10/- each, fully paid-up.

In this regard, report pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI SAST') claiming exemption under Regulation 10(1)(d)(ii) from making open offer is annexed.

Request you to take on record the aforementioned disclosure in compliance with relevant provisions of SEBI SAST.

Thanking you.

Yours faithfully,

For Rane Holdings Limited

Siva Chandrasekaran
Secretary



Encl: a/a

CC:

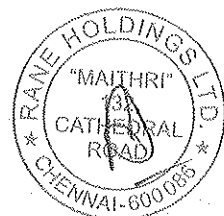
Audit Committee

Rane (Madras) Limited

Regd Off: "Maithri", 132, Cathedral Road,
Chennai 600 086

Disclosures 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)	Rane (Madras) Limited
2.	Name of the acquirer(s)	Rane Holdings Limited & others (Refer Annexure – A)
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Allotment of 76,55,127 shares on April 23, 2025 to the Promoter and Promoter Group based on the share exchange ratio approved under the Scheme of Amalgamation of Rane Engine Valve Limited, Rane Brake Lining Limited with and into Rane (Madras) Limited and its shareholders. Share exchange ratio: <ul style="list-style-type: none"> ➤ 21 shares in Rane (Madras) Limited for every 20 shares held in Rane Brake Lining Limited. ➤ 9 shares in Rane (Madras) Limited for every 20 shares held in Rane Engine Valve Limited.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(d)(ii)
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.	No.



7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a.	Name of the transferor / seller	Not Applicable			
	b.	Date of acquisition				
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above				
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC				
	e.	Price at which shares are proposed to be acquired / actually acquired				
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(*)				
		Rane Holdings Limited	1,16,72,774	71.77%	1,76,31,213	63.80%
		Other Acquirers / persons acting in concert (Refer Annexure – A)	1,43,181	0.88%	18,39,869	6.65%
		Total Promoter and Promoter Group	1,18,15,955	72.65%	1,94,71,082	70.45%
	b	Each Seller / Transferor	-	-	-	-
		Total Paid-up capital	1,62,65,267	100.00%	2,76,37,137	100.00%

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 Promoter and Promoter Group

For Rane Holdings Limited



Siva Chandrasekaran
Secretary



Place: Chennai
Date: April 25, 2025

Annexure A to disclosure dated April 25, 2025
Details of acquirers / persons acting in concert

Name of the other acquirers / persons acting in concert	No. of Securities			
	Pre- transaction		Post- transaction	
	No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
Rane Holdings Limited (A)	1,16,72,774	71.77%	1,76,31,213	63.80%
Other Acquirers (B)\$				
Harish Lakshman	750	0.01%	824	0.00%
Malavika Lakshman	4,866	0.03%	5,406	0.02%
Vinay Lakshman	750	0.00%	824	0.00%
Meenakshi Ganesh & L Ganesh	839	0.01%	913	0.00%
Aditya Ganesh	8,483	0.05%	8,557	0.03%
Aparna Ganesh	7,851	0.05%	7,925	0.03%
Narayanaswamy Sundaresan	12,604	0.08%	12,689	0.05%
Rekha Sundar	1,060	0.01%	21,430	0.08%
Nisshinbo Holdings Inc.	-	-	16,75,011	6.06%
Pushpa Lakshman & Lakshman L	-	-	74	0.00%
Lakshman L & Pushpa Lakshman	-	-	74	0.00%
Malavika Lakshman & Harish Lakshman	-	-	74	0.00%
Ganesh L & Meenakshi Ganesh	-	-	90	0.00%
Vanaja Aghoram	5,010	0.03%	5,010	0.02%
Shanthi Narayan	24,775	0.15%	24,775	0.09%
Raman T G G	28,000	0.17%	28,000	0.10%
Rathika R Sundaresan	20,000	0.12%	20,000	0.07%
Geetha Raman Subramanyam	12,000	0.07%	12,000	0.04%
Rama R Krishnan	4,193	0.03%	4,193	0.02%
Ranjini R Iyer	12,000	0.07%	12,000	0.04%
Suchitra Narayan*	-	-	-	-
Sumant Narayan*	-	-	-	-
Total (B)	1,43,181	0.88%	18,39,869	6.65%
Total C = A + B	1,18,15,955	72.65%	1,94,71,082	70.45%
Total Paid-up capital	1,62,65,267	100.00%	2,76,37,137	100.00%

\$ 'Kindly note that Rane Holdings Limited and 'Others Acquirers' form part of Promoter and Promoter Group of Rane (Madras) Limited. However, the acquisition arises out of allotment based on the common share exchange ratio approved for all shareholders under the Scheme of Amalgamation of Rane Engine Valve Limited, Rane Brake Lining Limited with and into Rane (Madras) Limited and their respective shareholders. This reporting is being done by M/s. Rane Holdings Limited on behalf of entire Promoter and Promoter Group.

* Suchitra Narayan and Sumant Narayan do not hold any shares in the Company.

