



**RR Financial
Consultants Limited**

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CIN No. : L74899DL1986PLC023630
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Date: April 4, 2024

To,
The Manager,
Listing Department
BSE Limited,
25th Floor, Phiroze Jeejeebhoy,
Towers, Dalal Street,
Mumbai- 400001

Ref: Scrip Code: 511626

Subject: Disclosure of details as specified in Para A of Part A of Schedule III of the LODR Regulations

Dear Sir/Madam,

In reference to disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant disclosures required in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, RR Infra Estates Private Limited, (Wholly Owned Subsidiary 'WOS' of R R Financial Consultants Limited 'RRFCL') holds 51% stake in Priya Darshan Real Estates Private Limited (subsidiary hereinafter called as "Target Company"), proposed to acquire 49,000 Equity Shares representing 49% stake of the Target Company from "Shivom Holdings Private Limited" (Target is associate of "SHPL") in which Mr. Rajat Prasad (Managing Director of 'RRFCL') holds 99.99% stakes and directorship in 'SHPL', are attached herewith as Annexure I.

You are requested to take the above information on records and oblige.

Thanking You,
Yours faithfully,
For R R FINANCIAL CONSULTANTS LIMITED

**Rajat Prasad
Managing Director
DIN: 00062612**

Encl: As above

Annexure I

Disclosures required in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023,

| S. No. | Particular | Details |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) | Name of the Target Company | Priya Darshan Real Estates Private Limited |
| b) | Details in brief such as size | Acquisition of 49,000 Equity Shares of Rs. 1 each for Rs. 49000/- representing 49% stake from the "SHPL" |
| c) | Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"; | <p>Yes, Mr. Rajat Prasad (Managing Director of 'RRFCL') holds 99.99% stakes and directorship in "SHPL".</p> <p>RR Infra Estates Private Limited, ("Holding") after acquisition shall become 100% holding of the Target Company and also promoter of the Target Company.</p> <p>Being 100% shareholding in WOS, RRFCL is a related party of the Target Company.</p> |
| d) | Industry to which the entity being acquired belongs; | Other specialized construction activities (is classified in class 43900). |
| e) | Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity); | <p>The Management of RR Infra Estates Private Limited (being holding Company), has decided to keep the shareholding of the Target Company in same business line i.e., 'Real Estates/construction activities' and it will be in the interest of the Target Company for smooth functioning and better financial health and growth.</p> <p>However, the net worth of the Target Company is negative therefore; the share of the Company is acquired at par from "SHPL".</p> |
| f) | Brief details of any governmental or regulatory approvals required for the acquisition; | NA |
| g) | Indicative time period for completion of the acquisition; | 04.04.2024 |
| h) | Consideration - whether cash consideration or share | through Banking channel |

| | | |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | swap or any other form and details of the same; | |
| i) | Cost of acquisition and/or the price at which the shares are acquired; | Equity shares of Rs. 49,000/- divided into 49,000 equity shares of Rs. 1 each |
| j) | Percentage of shareholding / control acquired and / or number of shares acquired; | 49,000 equity shares represent 49% shareholding |
| k) | Brief background about the entity acquired in terms of products/line of business acquired, country in which the acquired entity has presence and any other significant information (in brief); | <p>Currently, acquired entity has a presence in India. According to the Memorandum of Association object of the Company:</p> <p>To carry on the business as owner, builders colonizers, developers, promoters, proprietors, lessors and mortgagor or residential buildings, commercial buildings, cinema houses building and to deal in all kinds of immovable properties and real estates.</p> |
| l) | Date of Incorporation of Target Company | 21.06.2007 |
| m) | Turnover of Target Company for last 3 years | 31.03.2023: 0 31.03.2022: 0 31.03.2021: 0 |