



**RR Financial  
Consultants Limited**

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21, Barakhambha Road,  
New Delhi-110001

Tel. : 01144441111  
CIN No. : L74899DL1986PLC023530  
Email Id : pamdr@rrfcl.com  
Website : www.rrfcl.com  
www.rrfcl.com

Date: 26 February, 2025

**To  
The Manager  
Listing Department  
Bombay Stock Exchange Limited  
25th Floor, PJ 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-PoD-2/CIR/P/2024/185 dated December 31, 2024

Mr. Rajat Prasad proposing to enter into a term sheet through the "Shivom Holdings Private Limited" (Acquirer) and or its subsidiary Company/ies in which he holds 99.99% share, to Purchase/Acquire the Compulsory Convertible Preference Shares ("CCPS") issued by the **Body Corporate Shareholders** "Sarla Services & Agencies Pvt Ltd" (**herein after called as "Sarla"**) who holds 3.59% shares of "RR Financial Consultants Limited" (**herein after called as "RRFCL"**) as on 26.02.2025.

The relevant disclosures required in terms of SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are attached herewith as Annexure I.

Board of directors of "RRFCL" has considered and taken note of the proposed transaction at its meeting held on 26.02.2025 at 4:00 PM and Concluded at 4:30 PM.

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

Thanking You,  
Yours faithfully,

**For RR 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-PoD-2/CIR/P/2024/185 dated December 31, 2024,**

| S. No. | Particular  | Details   |
|--------|---|---|
| a)     | Name of the Target Company  | Sarla Services & Agencies Pvt Ltd (Sarla)   |
| b)     | Details in brief such as size   | Acquisition of 90000, 6% Compulsory Convertible Preference Shares (“ <b>CCPS</b> ”) representing (90%) of share capital of the Target Company on fully diluted basis (“ <b>Transaction</b> ”);  |
| 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”; | Yes,<br><br>Mr. Rajat Prasad, Promoter of R R Financial Consultants Limited (“RRFCL”) holds 99.99% equity shares of the acquirer (Shivom Holding P. Ltd.) of the CCPS of the Target Companies.<br><br>Therefore, RRFCL is a related party in the transaction. |
| d)     | Industry to which the entity being acquired belongs;  | <u>SARLA</u><br><br><u>Other Professional, Technical And Business Services Classified In Class 9983</u>   |
| 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);  | To cover negative net worth, stabilize finances, and restart business operations.   |
| f)     | Brief details of any governmental or regulatory approvals required for the acquisition;   | NA  |
| g)     | Indicative time period for completion of the acquisition;   | <b><u>within 30 days</u></b> on or after the Effective Date i.e., 26.02.2025  |
| h)     | Consideration - whether cash consideration or share swap or any other form and details of the same;   | through Banking channel   |

|    |  |   |
|----|--|---|
| i) | Cost of acquisition and/or the price at which the shares are acquired;   | On conversion<br>Sarla<br>CCPS of Rs. 9 Lacs/- divided into 90,000 CCPS of Rs. 10 each  |
| j) | Percentage of shareholding / control acquired and / or number of shares acquired;  | Sarla<br>90000 CCPS represent 90% 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); | Currently, acquired entity has a presence in India.<br>Brief background of the Company<br><b>“Sarla”</b><br>To carry out the business of distribution marketing and agency/agents of all goods & services in India. |
| l) | Date of Incorporation of Target Company  | Sarla: 26/05/2003   |
| m) | Turnover of Target Company for last 3 years  | Sarla<br>31.03.2024: 0<br>31.03.2023: 54,511<br>31.03.2022: 64,261  |