



21st September, 2024

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 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Further to our letter dated 3rd September, 2024, kindly be advised that the Schemes Implementation Committee of the Board of Directors at its meeting held today i.e. 21st September, 2024, inter-alia, considered and approved the following, in terms of clause 7 read with Clause 6.1 of the **Scheme of Amalgamation**(Scheme) between **BMG Enterprises Limited** ("the **Transferor Company**") and **RosSELL India Limited** ("the **Transferee Company**" or "the **Company**") sanctioned by the Hon'ble National Company Law Tribunal(NCLT), Kolkata Bench on 2nd August, 2024:

- i. the cancellation of 2,47,31,795 Equity Shares of the Transferee Company held by Transferor Company and consequential reduction in the share capital of the Transferee Company by 2,47,31,795 Equity Shares of Rs.2 each held by the Transferor Company, in accordance with the clause 7 of the Scheme; and
- ii. the allotment of 2,47,31,795 New Equity Shares of Rs.2 each as a fully paid up to the Equity Shareholders of the Transferor Company (BMG Enterprises Limited) as on the Record Date i.e. Friday, 20th September, 2024, in the manner as specified in the clause 6.1 of the Scheme;

These Equity Shares so allotted shall rank pari passu in all respect with the existing Equity Shares of the Company and the Company is in the process of making necessary applications for listing and trading approvals to the Exchanges viz. BSE Limited and The National Stock Exchange of India Limited, in terms of clause 6.7 of the Scheme.

Consequent to the aforesaid cancellation and allotment of Equity Shares, the total paid-up share capital of the Company would be remain same as previous i.e. 3,76,96,475 Equity Shares of Rs.2 each aggregating to Rs.7,53,92,950.



CONTINUATION



The above disclosures are being made in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with applicable SEBI Circulars.

You are requested to take the above on records.

Yours faithfully,
For **ROSSELL INDIA LTD.**

NIRMAL KUMAR KHURANA
DIRECTOR (FINANCE) AND
COMPANY SECRETARY

