



RAUNAQ EPC INTERNATIONAL LIMITED

(AN ISO 9001: 2008 Company)

REIL/SEC/BSE/4/JULY 2019-20

July 05, 2019

The Manager (Listing)

BSE Limited

1st Floor, New Trading Ring,

Rotunda Building

PJ Towers, Dalal Street

Fort, Mumbai – 400001

STOCKCODE: 537840

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, this is to inform you that the Board of Directors of the Company, in its meeting held on July 04, 2019 has deliberated and subject to the approval of the shareholders at the ensuing annual general meeting, approved the transfer by way of sale, 1,48,77,038 (One Crore Forty Eight Lakhs Seventy Seven Thousand and Thirty Eight) Equity Shares constituting 100% of the equity paid-up capital of Xlerate Driveline India Limited, wholly owned subsidiary company, as per the details mentioned in Annexure "A".

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **RAUNAQ EPC INTERNATIONAL LIMITED**

Sukhyir
Company Secretary



Encl: As above



RAUNAQ EPC INTERNATIONAL LIMITED

(AN ISO 9001: 2008 Company)

Annexure "A"

S.No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover	<p>Xlerate Driveline India Limited (XDIL), Wholly Owned Subsidiary Company</p> <p>Paid-Up Equity Share Capital:</p> <p>Rs. 14,87,70,380/- (Rupees Fourteen Crores Eighty Seven Lakhs Seventy Thousand Three Hundred Eighty Only) comprising of 1,48,77,038 (One Crore Forty Eight Lakhs Seventy Seven Thousand Thirty Eight) Equity Shares of Rs. 10/- (Rupees Ten) each.</p> <p>Revenue from Operations for the Financial Year 2018-19:</p> <p>Rs. 4,654.11 Lakhs.</p>
2.	Whether the transfer would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being transferred? If yes, nature of interest and details thereof and whether the same is done at "arms length"	<p>YES</p> <p>Bharat Gears Limited (BGL), the Acquirer Company and Xlerate Driveline India Limited (XDIL), the Target Company are related parties of the Company.</p> <p>Mr. Surinder Paul Kanwar, Chairman and Managing Director of the Company is the Chairman and Managing Director of BGL and Director on the Board of XDIL.</p> <p>Mr. Sachit Kanwar Joint Managing Director of the Company is the Managing Director of XDIL.</p> <p>Dr Sanjeev Kumar, Non Executive Independent Director and Mr. Rajiv Chandra Rastogi, Non Executive Independent Directors are the Directors on the Board of XDIL.</p>

Regd. Office : 20 K.M. Mathura Road, P.O. Box 353, P.O Amar Nagar Faridabad-121 003 (Haryana) INDIA

Tel.: +91 (129) 4288888, Fax : +91 (129) 4288823-22, email : info@raunaqintl.com

www.raunaqinternational.com

CIN : L51909HR1965PLC034315





RAUNAQ EPC INTERNATIONAL LIMITED

(AN ISO 9001: 2008 Company)

		<p>Mr. Sachin Kumar Mittal, Chief Financial Officer and Mr. Sukhvir, Company Secretary are the Chief Financial Officer and Company Secretary respectively of XDIL.</p> <p>Transaction is being done at the arms' length basis.</p>
3.	Industry to which the entity being transferred belongs	Automotive Components
4.	Objects and effects of transfer (including but not limited to, disclosure of reasons for transfer of target entity, if its business is outside the main line of business of the listed entity	The transfer would be beneficial to the Company in the long term, as the proceeds of the transfer partly could be utilised to pay off the debts which will drastically bring down the financial burden on the Company and rest of the funds can be utilised in procuring the projects in the water sector and bidding across international borders.
5.	Brief details of any governmental or regulatory approvals required for the transfer	Approval of members for the said acquisition shall be sought in the ensuing Annual General Meeting.
6.	Indicative time period for completion of the transfer	On or before 31 October, 2019.
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash
8.	Consideration for transfer or the price at which the shares are transferred	Rs. 9,42,00,000/- (Rupees Nine Crores Forty Two Lakhs Only) i.e. Rs. 6.33 per Equity Share
9.	Percentage of shareholding/control transferred and/or number of shares transferred	100%
10.	Brief background about the entity transferred in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the transferred entity has presence and any other significant information (in brief);	Xlerate Driveline India Limited, incorporated on 25 October, 1995 under the Companies Act, 1956 is into business of manufacturing and trading of Automotive clutches and has an established presence in the



Regd. Office : 20 K.M. Mathura Road, P.O. Box 353, P.O Amar Nagar Faridabad-121 003 (Haryana)INDIA

Tel.: +91 (129) 4288888, Fax : +91 (129) 4288823-22, email : info@raunaqintl.com

www.raunaqinternational.com

CIN : L51909HR1965PLC034315



RAUNAQ EPC INTERNATIONAL LIMITED

(AN ISO 9001: 2008 Company)

		<p>OEMs/OES of the clutch business in India and Abroad.</p> <p>Revenue from Operations for the Financial Year 2018-19: Rs. 4,654.11 Lakhs.</p> <p>Revenue from Operations for the Financial Year 2017-18: Rs. 3,324.88 Lakhs.</p> <p>Revenue from Operations for the Financial Year 2016-17: Rs. 2,663.51 Lakhs.</p>
--	--	--

