



December 22, 2020

Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Scrip Code: 531307 / Scrip ID: RRIL

Sub: Disclosure under Regulation 30 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Newspaper Advertisement of Notice of National Company Law Tribunal (“NCLT”) convened Meeting and Postal Ballot.

Pursuant to Regulation 30 read with Para A of Schedule III, and Regulation 47 of the SEBI Listing Regulations and in compliance with Section 230 of the Companies Act, 2013 and Ministry of Corporate Affairs ('MCA') Circulars dated 05th May, 2020, 08th April, 2020 and 13th April, 2020, and Securities and Exchange Board of India ("SEBI"); Circular dated 12th May, 2020, readwith Order of Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT'), dated 16.10.2020 we have enclosed herewith the copies of the following newspaper advertisements published for dispatch of Notice of Postal Ballot and NCLT Convened Meetings of Equity Shareholders of RRIL Limited to be held on Friday, January 22, 2020 at 12:00 p.m. (IST), through Video Conferencing (VC) to consider the Scheme of Merger by Absorption of KRKumar Industries Limited ("KRK" or "the Transferor Company") with RRIL Limited ("RRIL" or "the Transferee Company" or "the Company") and their respective Shareholders ("the Scheme").

1. Business Standard (English) Edition dated December 21, 2020; and
2. Navshakti (Marathi) Edition dated December 21, 2020.

The same is also available on the website of the Company at www.rrilimited.com.

Kindly take the same on your record.

Thanking You,

Yours faithfully,
For RRIL Limited

Sanjay R Vishwakarma
Company Secretary & Compliance officer



Encl: As Above

RRIL LIMITED

(Formerly Known as S R K Industries Limited)

A-325, Hari Om Plaza, M.G.Road, Near Omkareshwar Temple, Borivali (E), Mumbai - 400 066.

✉ office@rrilimited.com | 🌐 www.rrilimited.com | ☎ 022 2895 9644

CIN : L17121MH1991PLC257750

8. METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per Buyback Regulations:

- 8.1 The Company will transfer the funds pertaining to the Buyback to the Company's Broker bank account, who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank account as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Equity Shareholders will receive funds pay-out in their bank account from the Clearing Corporation.
- 8.2 The Equity Shares bought back in the demat form would be transferred directly to the escrow account of the Company opened for the Buyback (the "Demat Escrow Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the NSE.
- 8.3 The Eligible Shareholders of the Demat Shares will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance.
- 8.4 If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Shareholder/Broker's depository pool account for onward transfer to the Shareholder. In case of custodian participant orders, excess Demat Shares or unaccepted Demat Shares, if any, will be returned to the respective custodian participant. Excess Demat Shares or unaccepted Demat Shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. Any excess Physical Shares pursuant to proportionate acceptance/rejection will be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Physical Shares, in case the Physical Shares accepted by the Company are less than the Physical Shares tendered by the shareholder in the Buyback.
- 8.5 In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payout including those prescribed by the RBI) who do not opt to settle through custodians, the funds payout would be given to their respective Shareholder/Broker's settlement accounts for releasing the same to such shareholder's account.
- 8.6 The Shareholder/Broker would issue contract note to the Eligible Shareholders tendering Equity Shares in the Buyback. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- 8.7 The settlements of fund obligation for Demat and Physical Shares shall be effected as per the SEBI circulars and as prescribed by NSE and Clearing Corporation from time to time. For Demat Shares accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the Clearing Corporation and in case of Physical Shares, the Clearing Corporation will release the funds to the Shareholder/Broker(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI")/bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Shareholder/Broker for onward transfer to such shareholders.
- 8.8 Eligible Shareholders who intend to participate in the Buyback should consult their respective Shareholder/Broker for any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Shareholder/Broker for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Eligible Shareholders.
- 8.9 The Equity Shares bought back will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

9. RECORD DATE AND SHAREHOLDER ENTITLEMENT

- 9.1 As required under the Buyback Regulations, the Company has fixed Friday, January 1, 2021, as the record date ("the "Record Date") for the purpose of determining the entitlement and the names of the shareholders, who are eligible to participate in the Buyback.
- 9.2 The Equity Shares proposed to be bought back by the Company, as part of this Buyback Offer shall be divided in to two categories:
 - (a) reserved category for Small Shareholders ("A Small Shareholder" is defined in the Buyback Regulations as a shareholder, who holds equity shares having market value, on the basis of closing price of the Equity Shares on the recognized stock exchange registering the highest trading volume in respect of such shares, as on record date, of not more than ₹ 2,00,000 (Rupees Two Lakh Only)) and
 - (b) the general category for all other shareholders, and the entitlement of a shareholder in each category shall be calculated accordingly.
- 9.3 In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen per cent) of the number of Equity Shares which the Company propose to buy back, or number of shares entitled as per shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.
- 9.4 On the basis of shareholding as on the Record Date, the Company will determine the entitlement of each shareholder to tender their Equity Shares in the Buyback. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such shareholder belongs. The final number of Equity Shares that the Company will purchase from each Eligible Shareholder will be based on the number of Equity Shares tendered. Accordingly, the Company may not purchase all of the Equity Shares tendered by an Eligible Shareholder.
- 9.5 In order to ensure that the same Eligible Shareholder with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Equity Shares held by such Eligible Shareholder with a common PAN shall be clubbed together for determining the category (Small Shareholder or General Category) and the buyback entitlement. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding Physical Shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have a different demat account nomenclature based on information prepared by the Registrar to the Buyback as per the shareholder records received from the Depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- 9.6 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by shareholders in that category, and thereafter from shareholders who have tendered over and above their entitlement in other category.
- 9.7 The Equity Shareholders' participation in the Buyback will be voluntary. The Equity Shareholders can choose to participate and get cash in lieu of Equity Shares to be accepted under the Buyback or they may choose to not participate and enjoy a resultant increase in their percentage shareholding, post Buyback, without additional investment. The Equity Shareholders may also accept a part of their entitlement. The Equity Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Equity Shareholders, if at all.

- 9.8 The maximum tender under the Buyback by any shareholder cannot exceed the number of Equity Shares held by the shareholder as on the Record Date.

- 9.9 The Equity Shares tendered as per the entitlement by shareholders as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations.

- 9.10 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders as on the Record Date.

10. COMPLIANCE OFFICER

Suvendu Kumar Padihi, Company Secretary
Engineers India Bhawan, 1, Bhikaji Cama Place, New Delhi, 110066
Tel: +91 11-26762121; Fax: +91 11-26178210

Email: company.secretary@eil.co.in
Website: www.engineersindia.com
Investor may contact the Company Secretary for any clarification or to address their grievances, if any, during office hours i.e. 10:00 a.m. IST to 5:00 p.m. IST on all working days except Saturday, Sunday and public holidays.

11. REGISTRAR TO THE BUYBACK OFFER/INVESTOR SERVICE CENTRE

In case of any query, the shareholders may contact the Registrar & Transfer Agent on any day except Sunday and Public Holiday from 10:00 a.m. IST to 5:00 p.m. IST i.e. Monday to Friday and from 10:00 a.m. IST to 1:00 p.m. IST on Saturday, at the following address:

Alankit Assignments Limited
205-208, Anarkali Complex, Jhandewalan Extension, New Delhi - 110055
Tel: +91 11 42541234 / 2354; Fax: +91 11 23552001
Contact Person: Mr. Virender Sharma
Email: eil.buyback@alankit.com; Website: www.alankit.com
SEBI Reg No: INR000002532 Validity Period: Permanent
CIN: U74210DL1991PLC042569

12. MANAGER TO THE BUYBACK OFFER

IDBI capital IDBI Capital Markets & Securities Limited
6th floor, IDBI Tower, WTC Complex, Cuffe Parade, Mumbai 400 005
Tel No.:+91 22 2217 1700; Fax No.: +91 22 2215 1787;
Contact Person: Sunit Singh
Email: eil.buyback@idbi.com; Website: www.idbicapital.com
SEBI Registration Number: INM000010866; Validity Period: Permanent
Corporate Identity Number: U65990MH1993G01075578

13. DIRECTORS' RESPONSIBILITY

"As per Regulation 24(i) (a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Public Announcement and confirms that the information in this Public Announcement contain true, factual and material information and shall not contain any misleading information."

For and on behalf of the Board of Directors of Engineers India Limited

Sd/-	Jagdish Chander Nakra Chairman & Managing Director (DIN: 07676468)	Sd/- Sunil Bhatia Director (Finance) (DIN: 08259936)	Sd/- Suvendu Kumar Padihi Company Secretary (Membership No: A12329)
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Place: New Delhi

Date: December 21, 2020

भारतीय रिजर्व बैंक
RESERVE BANK OF INDIA
www.rbi.org.in

**Auction of Government of India Dated Securities
for ₹28,000 crores on December 24, 2020**

The Government of India (GoI) has announced the sale (re-issue) of four dated securities:

Sr. No	Nomenclature	Notified amount Nominal (in ₹ Crore)	Earmarked for Retail Investors* (in ₹ Crore)
1.	3.96% GS 2022	2,000	100
2.	5.15% GS 2025	11,000	550
3.	5.85% GS 2030	9,000	450
4.	6.80% GS 2060	6,000	300

Government of India will have the option to retain additional subscription up to ₹2,000 crores against each security mentioned above.

The sale will be subject to the terms and conditions spelt out in this notification (called "Specific Notification"). The stocks will be sold through Reserve Bank of India, Mumbai Office, Fort, Mumbai - 400001, as per the terms and conditions specified in the General Notification F.No.4(2)-W&M/2018, dated March 27, 2018.

The auction will be price based using multiple price method. The auction will be conducted by RBI, Mumbai Office, Fort, Mumbai on December 24, 2020 (Thursday). The result will be announced on the same day and payment by successful bidders will have to be made on December 28, 2020 (Monday).

For further details, please see RBI press release dated December 18, 2020 on RBI website (www.rbi.org.in).

Attention Retail Investors*

(*PFs, Trusts, RRBs, Cooperative Banks,
NBFCs, Corporates, HUFs and Individuals)

Retail investors can participate in the auctions for the amounts earmarked for them on a non-competitive basis through a bank or a primary dealer. For more information, detailed list and telephone numbers of primary dealers/bank branches and application forms please visit RBI website (www.rbi.org.in) or FIMMDA website (www.fimmda.org).

Government Stock offers safety, liquidity and attractive returns for long duration.

"Don't get cheated by E-mails/SMSs/Calls promising you money"

RRIL Limited

(Formerly known as SR K Industries Limited)

Registered Office: A-325, Hari Om Plaza, M.G. Road, Near Om Kareshwar Temple, Borivali East Mumbai, Maharashtra- 400066, CIN: L17121MH1991PLC257750

Phone: (022) - 28959844, Email: office@rrillimited.com, Website: www.rrillimited.com

NOTICE OF MEETING THROUGH VIDEO CONFERENCING (VC) OTHER AUDIO VISUAL MEANS (OAVM) AND POSTAL BALLOT (ONLY THROUGH REMOTE E-VOTING) OF THE SHAREHOLDERS OF RRIL LIMITED CONVENED PURSUANT TO THE ORDER DATED DECEMBER 16, 2020 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL (NCLT), MUMBAI BENCH,

A. The Notice of NCLT convened Meeting of Equity Shareholders Is hereby given that:

1. The Meeting of the Equity Shareholders of the Company will be held on Friday, 22nd January, 2021 at 12:00 P.M. through Video Conferencing ("VC") Other Audio Visual Means ("OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and General Circulars No. 14/2020 dated 06/ April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020 and 33/2020 dated 26th September, 2020 issued by Ministry of Corporate Affairs, Government of India (collectively referred to as "MCRA Circulars"). Since this meeting is being held pursuant to the MCRA Circulars, through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Equity Shareholders will not be available for the meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
2. Electronic copies of the Notice of Meeting have been sent to all Members, whose names appear in the Register of Members list of Beneficial Owners as received from National Securities Depository Limited ("NSDL")/ Centralized Settlement Services (India) Limited ("CDSL") as on Friday, 18th December, 2020 ("the Cut-off date") which will be considered for the purposes of remote e-voting. The same is also available on the Company's website: <http://www.rrillimited.com/wp-content/uploads/2020/12/NCLT-Convened-Meeting-Notice-to-Equity-shareholders.pdf> and on www.evoting.nsdl.com. The hard copy of the Postal Ballot Notice alongwith with Postal Ballot Forms and pre-paid business reply envelope is not sent to the members for the postal ballot in accordance with the requirements specified under the MCRA circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. The Company has completed the dispatch of the Notice alongwith the Explanatory Statement and Annexures thereto (in electronic form) to all the members by 21st December, 2020 to those shareholders whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, 18th December, 2020 i.e. cut-off date.

B. **Postal Ballot Notice and Remote E-voting as per Section 110, 108 of the Companies Act, 2013 need with rule 20 and rule 22 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2016:**

Members holding Equity Shares either in Physical or in Dematerialized form, as on the cut-off date of 18th December, 2020 may cast their vote electronically on the business specified in the Notice through electronic voting system of NSDL from a place other than venue of Meeting ("remote e-voting") or shall attend and vote at the meeting of the Equity Shareholders of the Company through VC/ OAVM by using remote e-voting facility. All the members are informed that:

- (i) The Special Business as set out in the Notice shall be transacted through voting by electronic means.
- (ii) The remote e-voting will commence on Wednesday, 23rd December, 2020 at 9:00 a.m. and will end on Thursday, 24th December, 2020 at 5:00 p.m.
- (iii) Cut-off date for E-voting: Friday, 18th December, 2020.
- (iv) The Company has completed the dispatch of the Notice alongwith the Explanatory Statement (in electronic form) to all the members by Monday, 21st December, 2020 to those shareholders whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, 18th December, 2020 i.e. cut-off date.

- (v) Any person, who acquires shares of Company and become Member of the Company after dispatch of the Notice of the meeting and holding shares as of cut-off date i.e. 18th December, 2020, may obtain the login ID and password by sending a request at evoting.nsdl.com. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- (vi) Members may note that:

- a) The remote e-voting module shall be disabled by NSDL after the aforesaid date and time for voting and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- b) Those Equity Shareholders, who will be present in the meeting through VC/ OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the meeting.
- c) The members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again; and
- d) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositaries as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Meeting through VC/ OAVM;
- e) Any member who does not receive the Notice may send an email to office@rrillimited.com. The Notice can also be downloaded from the Company's website i.e. <http://www.rrillimited.com/wp-content/uploads/2020/12/NCLT-Convened-Meeting-Notice-to-Equity-shareholders.pdf>;

(vii) Notice is available on the Company's website: www.rrillimited.com and on NSDL website: www.evoting.nsdl.com;

(viii) Honble NCLT, Mumbai Bench has appointed CS Shreyans Jain, Proprietor of Shreyans Jain & Co., Company Secretaries (FCS-8519) as the Scrutinizer to scrutinize the remote e-voting as well as the e-voting process to be conducted at the NCLT convened meeting in a fair and transparent manner.

(ix) The Scrutinizer will submit his consolidated report of the votes cast in favour or not in favour / against, to the Chairman on or before Saturday, 23rd January, 2021. The results will be announced by the Chairman on Saturday, 23rd January 2021 at the Registered Office of the Company. The results declared along with the scrutinizer's report shall be placed on the website of the Company viz. www.rrillimited.com, on the website of on the website of NSDL i.e. www.evoting.nsdl.com and communication of the same to BSE Limited.</p

