RR METALMAKERS INDIA LIMITED

Date: **August 06, 2026**

The Manager,
Department of Corporate Services (DCS-Listing)
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Detailed Public Statement for the proposed Open Offer for the acquisition of Equity Shares from the Public Shareholders of RR Metalmakers India Limited ("Target Company") by RB International Holdings Limited ("Acquirer-1"), Suyog Yogesh Desai ("Acquirer-2") and Nikita Suyog Desai ("Acquirer-3") (collectively referred as "Acquirers") pursuant to and in compliance with the SEBI (SAST) Regulations (the "Open Offer" or "Offer").

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has received a copy of the Detailed Public Statement, issued by Vivro Financial Services Private Limited published today i.e. August 6, 2026 **("Detailed Public Statement")** in relation to an Open Offer to the Public Shareholders of the Company issued by the Acquirers for acquiring the equity shares of the Company as per the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation 2011.

A copy of the Detailed Public Statement received by the Company is enclosed herewith.

The aforesaid Detailed Public Statement is also being made available on the Company's website.

Kindly take the same on record.

Thanking you,
For **RR MetalMakers India Limited,**

Harshika Kothari
Digitally signed by Harshika Kothari
Date: 2026.08.06 17:35:24 +05'30'

Harshika Kothari
Company Secretary & Compliance Officer
Membership No.: A61964

Enc.

GSTIN No.: 27AACCS1022K1ZL CIN No.: L51901MH1995PLC331822
Registered Office : B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400 037, Maharashtra.
Corporate Office :2nd Floor, Sugar House, 93/95, Kazi Sayed Street, Mumbai - 400 003.
Ph.: 022-6192 5555 / 56 • Email :info@rrmetalmakers.com • Website : www.rrmetalmakers.com

VIVRO

Vivro Financial Services Private Limited
Regd. Office :
Vivro House, 11, Shashi Colony, Opp. Suvidha Shopping Center,
Paldi, Ahmedabad, Gujarat, India - 380 007
Tel. : + 91 (79) 4040 4242
www.vivro.net

Date: August 06, 2026

To,
The Board of Directors,
RR MetalMakers India Limited
B-001 & B-002, Ground Floor,
Antop Hill Warehousing, Complex Ltd,
Barkat Ali Naka, Salt Pan Rd, Wadala (E),
Mumbai, Maharashtra, 400037

Sub: **Detailed Public Statement for the proposed Open Offer for acquisition of Equity Shares from the Public Shareholders of RR MetalMakers India Limited ("Target Company") by RB International Holdings Limited ("Acquirer 1"), Suyog Yogesh Desai ("Acquirer 2") and Nikita Suyog Desai ("Acquirer 3") (collectively referred as the "Acquirers") pursuant to and in compliance with the SEBI (SAST) Regulations (the "Open Offer" or "Offer").**

Dear Sir / Madam,

With reference to the captioned subject, enclosed herewith is the Detailed Public Statement **('DPS')**, published today i.e Thursday, August 06, 2026, in compliance with Regulation 13(4) and 14(3) of the SEBI SAST Regulations, in the following newspaper:

Newspaper	Language	Edition
Business Standard	English	All
Business Standard	Hindi	All
Navshakti	Marathi	Mumbai

We have hereby attached e-clippings of the newspaper for your perusal. We request you to disseminate the said information on your website

Capitalised terms used in this letter unless defined herein shall have the same meanings as ascribed to them in the enclosed DPS.

Yours Faithfully,

For, Vivro Financial Services Private Limited

Jayesh Vithlani
Sr. Vice President Capital Markets

VIVRO FINANCIAL SERVICES PVT. LTD. ★ AHMEDABAD

Encl.: Detailed Public Statement.

DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

RR METALMAKERS INDIA LIMITED
(Formerly known as Shree Surgovind Tradelink Limited)

RR METALMAKERS INDIA LIMITED

Corporate Identification Number: L51901MH1995PLC331822

Registered Office: B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400037, Maharashtra, India. | **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com

IN TERMS OF REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF ("SEBI (SAST) REGULATIONS").

OPEN OFFER FOR ACQUISITION OF UP TO 23,42,295 (TWENTY THREE LAKHS FORTY TWO THOUSAND TWO HUNDRED NINETY FIVE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF THE EQUITY SHARE CAPITAL *(AS DEFINED BELOW)* OF RR METALMAKERS INDIA LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS *(AS DEFINED BELOW)* BY RB INTERNATIONAL HOLDINGS LIMITED ("ACQUIRER – 1"), SUYOG YOGESH DESAI ("ACQUIRER – 2") AND NIKITA SUYOG DESAI ("ACQUIRER – 3") (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATIONS 3(1) AND 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS ("OPEN OFFER" OR "OFFER").

This detailed public statement ("**DPS**") is being issued by Vivro Financial Services Private Limited, the manager to the Open Offer ("**Manager to the Offer**" or "**Manager**"), for and on behalf of the Acquirers to the Public Shareholders *(as defined below)* of the Target Company, pursuant to and in compliance with Regulation 3(1) and Regulation 4, read with Regulation 13(4), 14(3) and 15(2) and other applicable of the SEBI (SAST) Regulations and pursuant to the public announcement (**"PA"**) dated July 30, 2026 in relation to the Open Offer, filed with the Securities and Exchange Board of India (**"SEBI"**), BSE Limited (**"BSE"**), (the **"Stock Exchange"**) and to the Target Company in compliance with Regulation 14(1) and 14(2) of the SEBI (SAST) Regulations.

For the purpose of this DPS, the following terms shall have the meanings assigned to them herein below:

"Equity Shares" means the fully paid-up equity shares of face value of ₹10/- *(Rupees Ten Only)* each of the Target Company.

"Equity Share Capital" means the total issued, subscribed, paid up equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Open Offer.

"Public Shareholders" shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the: (i) the Acquirers (ii) the parties to the SPA *(as defined below)* and (iii) any person deemed to be acting in concert with the persons set out in (i) and (ii), pursuant to and in compliance with the SEBI (SAST) Regulations.

"Working Day" shall mean any working day of the SEBI

Any capitalized word which has not been defined herein but defined under the SEBI (SAST) Regulations, then such capitalized word shall have the same meaning as ascribed to such capitalized word under SEBI (SAST) Regulations.

I. ACQUIRERS, SELLERS, TARGET COMPANY AND OFFER:

1. Information about the Acquirers:

1.1. RB International Holdings Limited (Acquirer - 1):

1.1.1. Acquirer - 1 i.e. RB International Holdings Limited, is a private company, limited by shares. Acquirer -1 was originally incorporated under the UK Companies Act 2006 on October 21, 2016 under the name of CCL (WT) NEWCO 3 LIMITED. The name of the Acquirer - 1 was subsequently changed to RB International Holdings Limited vide certificate of incorporation on change of name issued by the Registrar of Companies, England and Wales on September 22, 2022. The Company Number is 10440139.

1.1.2. The registered office of Acquirer - 1 is situated at Kalamu House, 11 Coldbath Square, London, EC1R 5HL, United Kingdom. The contact details of Acquirer - 1 are as follows; telephone number: +44 7424443030; email: suyog@rexbrownltd.co.uk.

1.1.3. The principal activity of the Acquirer - 1 is to carry on the business of an investment company and to undertake all kinds of investment business.

1.1.4. The issued and paid up share capital of the Acquirer – 1 is as follows:

Class of Shares	Nominal value per Share (Currency GBP)	Number issued and fully paid Shares allotted	Aggregate Nominal Value (GBP)
Ordinary Shares*	£ 0.001 each	150,000	150.000
A Ordinary Shares*	£ 0.001 each	26,668	26.668
B Ordinary Shares#	£ 0.001 each	36	0.036
C Ordinary Shares#	£ 0.001 each	18	0.018
Preference Shares#	£ 0.001 each	23,332	23.332
A Preference Shares#	£1.000 each	540,000	540,000.000
Total	-	**740,054**	**540,200.054**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable.

1.1.5. The shareholding pattern of the Acquirer -1 as on the date of DPS is as follows:

Sr. No.	Category / name of shareholder	Class of shares	Total no. of shares held	Shareholding as a % of class of shares	Shareholding as a % of total no. of shares
1	Ashmeet Kandhari, Swarn Lata Kandhari & Harpal Kandhari (jointly)	Ordinary Shares	150,000	100.00%	20.27%
2	Ashmeet Singh Kandhari	A Ordinary Shares*	26,668	100.00%	3.60%
3	Sacki Shahin	B Ordinary Shares#	36	100.00%	0.00%
4	Patel Ankitkumar	C Ordinary Shares#	18	100.00%	0.00%
5	Swarn Lata Kandhari	Preference Shares#	11,666	50.00%	1.58%
6	Harpal Singh Kandhari	Preference Shares#	11,666	50.00%	1.58%
7	Ashmeet Singh Kandhari	A Preference Shares#	180,000	33.33%	24.32%
8	Harpal Singh Kandhari	A Preference Shares#	360,000	66.67%	48.65%
Total			**740,054**		**100.00%**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable

1.1.6. Persons with Significant Control (PSC)

Particulars of every person with significant control over the Company, recorded in its PSC Register maintained under Part 21A of the UK Companies Act 2006: Acquirer - 1 has three (3) active Persons with Significant Control, viz.; Mr. Ashmeet Singh Kandhari, Mr. Harpal Singh Kandhari and Mrs. Swarn Lata Kandhari.

1.1.7. Acquirer - 1 is the ultimate parent entity and does not belong to any group. There is no 'Person Acting in Concert' with Acquirer -1 for the purpose of this Open Offer.

1.1.8. The securities of Acquirer - 1 are not listed on any stock exchange in India or abroad.

1.1.9. As on the date of this DPS, Ashmeet Singh Kandhari is the only director on the board of Acquirer - 1.

1.1.10. The summary of the financial information of the Acquirer - 1 have been extracted from the (i) the consolidated financial statements of the Acquirer - 1 for the financial years ended December 30, 2023, December 30, 2024 and December 30, 2025 audited by KLSA LLP and (ii) consolidated financial statements of the Acquirer - 1 for the three month period ended March 31, 2026 reviewed by KLSA LLP, statutory auditor of the Acquirer -1 and is provided in the table below:

Particulars	Financial Year ended December 30, 2023 (Audited - Consolidated)		Financial Year ended December 30, 2024 (Audited - Consolidated)		Financial Year ended December 30, 2025 (Audited - Consolidated)		For three month period ended March 31, 2026 (Unaudited - Consolidated)	
	GBP 000, except per share data	INR Lakhs except per share data (2)	GBP 000, except per share data	INR Lakhs except per share data (2)	GBP 000, except per share data	INR Lakhs except per share data (2)	GBP 000, except per share data	INR Lakhs except per share data (2)
Total Income(1)	37,645.64	39,944.01	51,808.27	55,729.43	58,530.50	71,152.95	16,047.01	20,160.61
Profit / loss after Tax	1,532.92	1,626.51	3,610.18	3,883.42	3,076.35	3,739.78	795.75	999.73
EPS	8.67	920.38	20.43	2,197.48	17.41	2,116.19	4.50	565.71
Networth/ Shareholders Fund	12,432.71	13,191.77	15,830.39	17,028.53	18,660.74	22,685.04	19,456.49	24,444.10

1. Total income includes revenue from operations and other income.

2. Since the financial statement of the Acquirer - 1 are reported and presented in GBP, the financial information has been converted to Indian Rupees (₹) for the purpose of convenience. GBP to INR conversion rate as on December 30, 2023 (GBP 1 = INR 106.1053), December 30, 2024 (GBP 1 = INR 107.5686), December 30, 2025 (GBP 1 = INR 121.5656) and March 31, 2026 (GBP 1 = INR 125.6347) for extracting/stating the audited and unaudited consolidated financial statements in INR since these are the last dates in the respective accounting year for which currency conversion rate is available on https://www.fbil.org.in and www.rbi.org.in. If the RBI reference rate is not available on a particular date due to a public holiday, the previous working day not being a public holiday has been considered.

The conversion has been certified vide certificate dated July 30, 2026 bearing UDIN: 26136745KDTEAS4430 issued by CA Swetang Raval, (Membership No. 136745) partner of S. V. Raval & Co. Chartered Accountants, FRN: 131844W, having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Tel. no. +91-99042 65550, email ID: casvraval@gmail.com.

1.1.11. As of the date of this DPS, Acquirer – 1 has no contingent liabilities.

1.2. Suyog Yogesh Desai (Acquirer - 2):

1.2.1. Suyog Yogesh Desai is son of Yogesh Desai and is an individual Non-Resident Indian (NRI), aged 50 years and residing at 2A, Cowgate Road, Greenford, London – UB6 8HQ, United Kingdom. Email ID: suyog@rexbrownltd.co.uk. He is an experienced entrepreneur with extensive exposure to international e-commerce, digital services and technology-enabled business operations.

2.1.1. The net worth of Acquirer-2 as on July 30, 2026 is ₹ 2,71,07,000/- (Rupees Two Crore Seventy One Lakhs Seven Thousand Only) as certified vide certificate bearing unique document identification no. (**"UDIN"**) 26136745HMURZH9268 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.3. Nikita Suyog Desai (Acquirer - 3):

1.3.1. Nikita Suyog Desai is spouse of Suyog Yogesh Desai and is an individual resident of India, aged 46 years and residing at 11, Parambaug, Opp. Satyaraj Farm, Pipan, Sanand Bavla Highway, Pipan, Ahmedabad – 382110, Gujarat, India. Email ID: nikitasuyog@yahoo.co.uk. She has been associated with technology-enabled businesses operating in digital outsourcing, online marketplace management, e-commerce and related service sectors.

1.3.2. The net worth of Acquirer - 3 as on July 30, 2026 is ₹ 3,47,07,000/- (Rupees Three Crore Forty Seven Lakhs Seven Thousand Only) as certified vide certificate bearing UDIN 26136745GQUUUA1307 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.4. Joint Undertakings / Confirmations by the Acquirers:

1.4.1. The Acquirers are not part of any group.

1.4.2. There are no directors representing Acquirers on the board of directors of the Target Company.

1.4.3. The Acquirers, its directors and key employees do not have any relationship with or interest in the Target Company except for the Underlying Transaction, that has triggered this Open Offer. Further, the Acquirers, its directors, and key managerial employees do not have any relationship with the promoter and promoter group of the Target Company except for the underlying Transaction.

1.4.4. No other person is acting in concert with the Acquirers for the purposes of this Open Offer.

1.4.5. Neither the Acquirers nor its directors or key managerial employees hold any Equity Shares or voting rights in the Target Company as of the date of the DPS. Furthermore, the Acquirers have not acquired any Equity Shares during the period between the date of the PA. i.e., July 30, 2026, and the date of the DPS.

1.4.6. The Acquirers have not been prohibited by SEBI from dealing in securities pursuant to the terms of any directions issued under Section 11B of the SEBI Act or under any other regulations made under the SEBI Act.

1.4.7. As on the date of this Letter of Offer, the Acquirers, its directors or key managerial employees have not been (i) categorized as wilful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

1.4.8. There are no directions subsisting or proceedings pending against the Acquirers or its shareholders and the Directors. Further, there have been no actions taken and penalties levied by either by SEBI, RBI, or the Stock Exchange under the SEBI Act and regulations made thereunder, against the Acquirers, its shareholders and directors.

2. Details of Sellers

2.1. The details of the Sellers under the Share Purchase Agreement (SPA") are as follows:

Sr. No.	Name of the Seller	Nature of the Entity/ Individual	Registered Office/ Residential Address	Part of the Promoters /Promoters' Group	Details of Equity Shares / Voting Rights held by the Sellers			
					Pre-underlying Transaction Shareholding		Post-underlying Transaction Shareholding	
					No. of Equity Shares	%	No. of Equity Shares	%
1	Virat Sevantilal Shah	Individual	Room No. 18, Amrutlal Mansion, Plot No. 264/C L.N. Road, Near Podar College, Matunga East, Mumbai – 400019, Maharashtra India.	Yes	36,40,412	40.41	Nil	Nil
2	Alok Virat Shah	Individual		Yes	27,25,512	30.25	Nil	Nil

Notes:

i. Pursuant to the Open Offer and the consummation of the Underlying Transaction, the Acquirers will acquire control over the Target Company and will become the promoter of the Target Company in terms of SEBI (SAST) Regulations. Further pursuant to the Open Offer and the consummation of the Underlying Transaction, the Sellers (as well as other members of the promoters of the Target Company) shall cease to be the promoters of the Target Company in accordance with Regulation 31A of SEBI (LODR) Regulations.

ii. This table sets out details of equity Shares held by the Sellers which are agreed to be purchased by the Acquirers in accordance with the terms of the SPA.

iii. Sellers are not a part of any defined group.

2.2. None of the Sellers have been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

2.3. As on the date of the DPS, the Sellers have not been (i) categorized as willful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

3. Information about the Target Company:

3.1. The Target Company was incorporated as a public limited company on October 26, 1995, as "Shree Surgovind Tradelink Limited" under the provisions of the Companies Act. 1956 vide certificate of incorporation issued by Registrar of Companies, Gujarat. Subsequently, the name of the company was changed to RR Metalmakers India Limited pursuant to a fresh certificate of incorporation consequent upon change of name dated November 8, 2023 issued by Registrar of Companies, Mumbai. The corporate identification number (**"CIN"**) of the Target Company is L51901MH1995PLC331822.

3.2. The registered office of the Target Company is situated at B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai- 400037, Maharashtra, India. **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com.

3.3. The Target Company is in the business of wholesale trading of steel and iron ores.

3.4. The Equity Shares of the Target Company are listed and traded on BSE Limited (**"BSE"**) with Scrip ID as "RRMETAL" and Scrip code as "531667". The ISIN of the Target Company is INE117K01013. The Equity Shares of the Target Company are currently not suspended from trading on the Stock Exchange. Other than as mentioned above, the securities of the Target Company are not listed on any other stock exchange in or outside India.

3.5. The authorized share capital of the Target Company is ₹ 15,00,00,000 (Rupees Fifteen Crore only) comprising of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 9,00,88,240 (Rupees Nine Crore Eighty Eight Thousand Two Hundred Forty Only) comprising of 90,08,824 (Ninety Lakhs Eight Thousand Eight Hundred Twenty Four) Equity Shares of face value of ₹ 10/- each.

3.6. As of the date of this DPS, the total issued and paid-up equity share capital is as follows:

Particulars	No. of Equity Shares	% of Capital
Fully paid-up Equity Shares	90,08,824	100%
Partly paid-up Equity Shares/outstanding convertible securities (such as depository receipts, convertible debentures, warrants, convertible preference shares etc.)	Nil	Nil
ESOP vested or which shall vest	Nil	Nil
Voting Share Capital Total	**90,08,824**	**100%**

3.7. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended June 30, 2026, the Target Company has disclosed that: (i) there is only one class of Equity Shares and no Equity Shares with differential voting rights. (ii) there are no partly paid up Equity Shares; and /or (iii) outstanding convertible securities which are convertible into Equity Shares (including depository receipts and partly or fully paid-up convertible debentures, employee stock options, warrants); and/or it has not issued any convertible securities; (iv) there are no locked in Equity Shares of the Target Company, and (v) there are no Equity Shares held by promoters which are pledged or otherwise encumbered.

3.8. The Equity Shares of the Target Company are infrequently traded on BSE within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

3.9. The key financial information of the Target Company as extracted from its respective audited financial statements as of and for the financial years ended on March 31, 2024, March 31, 2025, and March 31, 2026, are as set out below:

(Amount in Lakhs)

Particulars	Financial Year ended		
	March 31, 2026 (Audited)	March 31, 2025 (Audited)	March 31, 2024 (Audited)
Total Revenue	8,739.41	5,250.82	9,680.37
Net Income	(66.58)	167.76	104.79
Earnings per Share (₹ per share)	(0.75)	1.86	1.17
Net worth/ Shareholders' funds	745.50	836.75	669.06

The financial information of the Target Company for FY 2026, 2025 and 2024 have been extracted from the annual report for the respective financial years which is available on the website of BSE at www.bseindia.com.

4. Details of the Offer

4.1. This Open Offer is a mandatory open offer made in compliance with Regulations 3(1) and 4 and other applicable Regulations of the SEBI (SAST) Regulations, triggered upon execution of the SPA to acquire more than 25% of the Equity Share Capital of the Target Company along with management and control over the Target Company by the Acquirers.

4.2. This Open Offer is being made by the Acquirers to the Public Shareholders to acquire up to 23,42,295 (Twenty Three Lakhs Forty Two Thousand Two Hundred Ninety Five) (**"Offer Shares"**) representing 26.00 % of the Equity Share Capital of the Target Company at a price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share (**"Offer Price"**) from the Public Shareholders of the Target Company, aggregating to a total consideration of ₹ 5,58,63,735.75 (Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only) (assuming full acceptance) (**"Offer Size"**), payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions as set out in PA, DPS and Letter of Offer (**"LOF"**).

4.3. Post completion of the Underlying Transaction and the Open Offer, the Acquirers will collectively hold 87,08,219 Equity Shares representing 96.66% of the Equity Share Capital of the Target Company and shall be classified as a promoter of the Target Company in accordance with SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI (LODR) Regulations"**).

4.4. The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, together with all the rights attached thereto, including all the rights to dividends, bonuses and right offers declared thereof and in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the tendering Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.

4.5. All Public Shareholders (including resident or non-resident shareholders) must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India (**"RBI"**) held by them, in the Offer and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Equity Shares tendered in this Offer. Further, if the Public Shareholders who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares held by them, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Offer Shares.

4.6. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

4.7. This is not a competitive offer in terms of Regulation 20 of SEBI (SAST) Regulations.

4.8. This Offer is not pursuant to any global acquisition resulting in indirect acquisition of Equity Shares of the Target Company.

4.9. The Acquirers intend to retain the listing status of the Target Company and no delisting offer is proposed to be made.

4.10. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

4.11. There are no statutory and other approvals required to be obtained to complete the Underlying Transactions contemplated under the SPA or to complete this Open Offer other than as indicated in Part VI (Statutory and Other Approvals) below.

4.12. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that, for reasons outside the reasonable control of the Acquirers, the conditions specified in SPA as set out in Part II (Background of the Offer) or approvals specified in this DPS as set out in Part VI (Statutory and Other Approvals) below or those which become applicable prior to completion of the Open Offer are not received, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 working days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

4.13. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as on the date of this DPS, the Acquirers neither has any plans to dispose of or otherwise encumber any material assets of the Target Company in the next 2 (two) years, nor has formulated any proposal which may have an adverse material impact on the employees of the Target Company and the locations of its places of business except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances, except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company in accordance with the business requirements); or (ii) with the prior approval of the shareholders of the Target Company; or (iii) to the extent required for the purpose of restructuring and/or rationalization of assets, investments, liabilities or business of the Target Company; or (iv) in accordance with the decision of the board of directors and shareholders of the Target Company, as applicable.

4.14. As per Regulation 38A of the SEBI (LODR) Regulations read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended (**"SCRR"**), the Target Company is required to maintain at least 25.00% (Twenty Five Percent) public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to completion of this Open Offer (assuming full acceptance of the Offer Shares) and the Underlying Transaction contemplated in the SPA, the public shareholding in the Target Company may fall below the minimum public shareholding (**"MPS"**) requirement as per Rule 19A of SCRR read with SEBI (LODR) Regulations. If the MPS falls below 25% (Twenty Five Percent) of the Share capital, the Acquirers will comply with provisions of Regulation 7(4) of the SEBI (SAST) Regulations to maintain the MPS in accordance with the SCRR and the SEBI (LODR) Regulations. Any failure to comply with MPS requirement may lead to non-compliance of SCRR and SEBI (LODR) Regulations.

4.15. The Acquirers shall not be eligible to make a voluntary delisting offer under the SEBI (Delisting of Equity Shares) Regulations, 2021, unless a period of twelve months has elapsed from the date of completion of the Offer period as per regulation 7(5) of SEBI (SAST) Regulations.

4.16. The Manager to the Offer, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

1. The Acquirers have entered into SPA dated July 30, 2026 with the Sellers, pursuant to which the Acquirers have agreed to purchase 63,65,924 Equity Shares constituting 70.66% of the Equity Share Capital of the Target Company (**"Sale Shares"**) from the Sellers, at a price of INR 23.85 per Equity Share and for an aggregate consideration of INR ₹ 15,18,27,287.40 *(Rupees Fifteen Crore Eighteen Lakhs Twenty Seven Thousand Two Hundred Eighty Seven and Paisa Forty Only)*, completion of which is subject to the satisfaction of certain conditions precedent under the SPA and Sellers have agreed to sell the Sale Shares in terms of the SPA. (**"Underlying Transaction"**).

2. As a consequence of the execution of the SPA, this Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

3. The salient features of the SSA are as follows:

3.1. Subject to the terms and conditions agreed between the Parties to the SPA and their respective rights and obligations:

3.1.1. The Acquirers agree to purchase, and the Sellers agree to sell Sale Shares on the Share Purchase Closing Date, with full legal and beneficial title and free from Encumbrances with all rights attached to them at the agreed Consideration.

3.1.2. The details of SPA Sale Shares proposed to be sold by the Sellers to the Acquirers pursuant to SPA are as under:

Sr. No.	Name of the Seller	No. of Equity Shares	%
1	Virat Sevantilal Shah	36,40,412	40.41
2	Alok Virat Shah	27,25,512	30.25
	Total	**63,65,924**	**70.66**

3.2. The Sellers have provided customary warranties and indemnities to the Acquirers under the SPA. The Sellers are bound by customary standstill obligations between the Execution Date (as defined in the SPA) and the Closing Date (as defined in the SPA).

3.3. The consummation of the Underlying Transaction is subject to the fulfilment of the conditions precedent as specified under the SPA, including the following key conditions precedent:

3.3.1. The Parties hereto hereby agree that the Transaction contemplated in this Agreement shall be undertaken only upon compliance by the Parties with their respective obligations under the SEBI Takeover Regulations and other Applicable Laws with respect to Sale Shares.

3.3.2. The Acquirers shall be entitled to act upon this Agreement and may complete the acquisition of Sale Shares or voting rights in, or control of the Target Company as contemplated under Regulation 22(2) of the SEBI Takeover Regulations on deposit of entire consideration payable, under the Open Offer assuming full acceptance, in cash, in the Escrow Account.

3.3.3. The sale and purchase of the Sale Shares shall be undertaken by each of the Sellers and the Acquirers, as an off-market transaction and not through the trading and settlement mechanism of the Stock Exchange.

3.3.4. Each Seller shall: (a) deliver to its respective Depository Participant, duly executed DP Instructions for the transfer of the respective portion of the Sale Shares to the Acquirers Demat Account; (b) provide a copy of such DP Instructions to the Acquirers.

3.3.5. Target Company should have fulfilled all its export sales obligations to the customers identified in accordance with the respective purchase orders and Applicable Laws.

3.3.6. Each Party shall ensure that necessary compliances under FEMA as may be applicable to the Sellers, the Acquirers and the Company such as filing of Form FC-TRS are being undertaken in respect of Sale shares by the Sellers to the Acquirers.

3.4. Pursuant to the consummation of the transactions contemplated under the SPA, the Acquirers will acquire control over the Target Company and the Acquirers shall become the promoter of the Target Company in accordance with the provisions of the SEBI (LODR) Regulations. The SPA also sets forth the terms and conditions agreed between the Acquirers and the Sellers, and their respective rights and obligations.

3.5. The Sellers (along with each member of the existing promoters) will be re-classified as public with effect from the date of consummation of the Underlying Transaction in terms of Regulation 31A of the SEBI (LODR) Regulations.

3.6. **Termination of the SPA.** The SPA will terminate in the following key scenarios:

3.6.1. The SPA will automatically terminate on the Long Stop Date (as defined in the SPA) if the Conditions Precedent (as defined in the SPA) are not satisfied/waived on the Long Stop Date.

3.6.2. The SPA may be terminated by the Acquirers, at any time prior to the Long Stop Date (as defined in the SPA), if (i) the Target Company and/or any of the Sellers are declared insolvent, bankrupt, or are unable to pay their debts, or enter into a compromise or any arrangement with their creditors, or in the event that a trustee, receiver or liquidator or insolvency resolution professional is appointed to take over all or a substantial part of the Assets (as defined in the SPA) of the Target Company; (ii) the Acquirers become aware of any breach of the Representations (as defined in the SPA), or if either of the Sellers is unable to perform their respective obligations under the SPA or has breached or failed to perform his covenants, obligations, undertakings, terms or agreements set forth in this Agreement.

3.7. Upon termination of the SPA, amongst others: (i) the obligations of the Acquirers to purchase from

(Continued next page...)

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the Sellers, and the obligations of the Sellers to sell to the Acquirers, the Sale Shares shall terminate; (ii) the Acquirers may withdraw the Open Offer in accordance with Regulation 23 of the SEBI (SAST) Regulations.

3.8. The SPA also contains customary standard miscellaneous provisions such as confidentiality, notices, arbitration and governing laws and exclusive jurisdiction.

4. The prime objective of the Acquirers for the acquisition of Equity Shares is to have substantial stake in and control over the Target Company. Following the completion of the Open Offer, the Acquirers intend to acquire control and management of the Target Company. The Acquirers will continue the existing lines of business of the Target Company and may diversify its business activities in future into alternate or complimentary lines of business as deliberated by the Board of the Target Company and in compliance with applicable laws and regulations as well as with the prior approval of shareholders, as applicable.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the details of acquisition are as follows:

Details	Acquirer - 1		Acquirer - 2		Acquirer - 1	
	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital
Equity Shareholding as on the PA date[1]	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares agreed to be acquired under SPA	55,35,924	61.45	4,15,000	4.61	4,15,000	4.61
Equity Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares to be acquired in the open offer	17,42,295	19.34	3,00,000	3.33	3,00,000	3.33
Post Offer Shareholding *(On diluted basis, as on 10th working day after closing of tendering period)assuming 26% is tendered in the Open Offer*	72,78,219	80.79	7,15,000	7.94	7,15,000	7.94

1. *The Acquirers and their respective Directors do not hold any Equity Shares of the Target Company as on the date of this DPS.*
2. *Assuming full acceptance under the Offer*

IV. OFFER PRICE:

1. The Equity Shares of the Target Company are listed on BSE (Scrip symbol: RRMETAL, Scrip code: 531667)
2. The trading in the Equity Shares of the Target Company on BSE based on volume during the twelve calendar months prior to the month in which PA was made i.e. July 01, 2025 to June 30, 2026 is as set out below:

Stock Exchange	Total no. of Equity Shares traded during the twelve calendar months prior to the month of PA	Weighted average no. of total Equity Shares	Trading turnover (as % of total Equity Shares listed)
BSE	8,05,470	90,08,824	8.94%

Source: *www.bseindia.com*

3. Based on the above information, the Equity Shares of the Target Company are infrequently traded on the BSE in accordance with Regulation 2(1)(j) of the SEBI (SAST) Regulations.
4. The Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share is justified in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following:

Sr. No.	Particulars	Price (In ₹ per Equity Share)
A	The highest negotiated price per share of the target company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer;	23.85
B	The volume-weighted average price paid or payable for acquisitions, whether by the acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the public announcement;	Not Applicable
C	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the public announcement;	Not Applicable
D	The volume-weighted average market price of such shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period, provided such shares are frequently traded;	Not Applicable
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies;	23.85[(1)]
F	the per share value computed under sub-regulation (5), if applicable	Not Applicable[(2)]

(1) Based on the valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.

(2) Not applicable since the acquisition is not an indirect acquisition.

5. The fair value of Equity Shares of the Target Company is ₹ 23.85 per Equity Share (Rupees Twenty Three and Paisa Eighty Five Only) as certified by valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.
6. In view of the parameters considered and presented in the aforesaid table, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of item numbers A to F above i.e., ₹ 23.85 per Equity Share. Accordingly, the Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) is justified in terms of the SEBI (SAST) Regulations.
7. Since the date of the PA and as on the date of this DPS, there have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days before the commencement of the Tendering Period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
8. In the event of further acquisition of Equity Shares of the Target Company by the Acquirers during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, Acquirers shall not acquire any Equity Shares of the Target Company after the third Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period.
9. If the Acquirers acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.
10. The Acquirers are permitted to revise the Offer Price upward at any time up to one Working Day prior to the commencement of the Tendering Period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such upward revision in the Offer Price, the Acquirers shall make further deposits into the Escrow Account, make a public announcement in the same newspapers where the original Detailed Public Statement has been published and simultaneously inform SEBI, NSE, BSE and Target Company at its registered office of such revision.
11. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers shall comply with Regulation 18 of SEBI (SAST) Regulations and all other applicable provisions of SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

V. FINANCIAL ARRANGEMENTS:

1. The total funding requirements for this Offer is INR ₹ 5,58,63,735.75 (Indian Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only), assuming full acceptance of the Offer i.e., Maximum Open Offer Consideration.
2. In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an escrow account under the name and style of "RR Metalmakers India Limited – Open Offer - Escrow Account" (**"Escrow Account"**) with "Axis Bank Limited", at their Law Garden Main Branch, Ahmedabad. (**"Escrow Banker"**) pursuant to an escrow agreement dated July 30, 2026 (**"Escrow Agreement"**). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 1,40,00,000/- (Rupees One Crore Forty Lakhs Only) in the Escrow Account, which is more than 25% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated August 3, 2026.
3. The Acquirers have duly authorized the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.
4. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Open Offer and have made firm financial arrangements for fulfilling the payment obligations under this Open Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations and the Acquirers are able to implement this Open Offer.
5. After considering the aforementioned, CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com by their certificate dated July 31, 2026 bearing UDIN 26136745NCJUPG3414 have certified that the Acquirers have made firm financial arrangements to meet its financial obligations under the Open Offer.
6. Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that firm arrangement for the funds and money for payment through verifiable means are in place to fulfill the obligation under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

1. As of the date of DPS, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction and this Open Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
2. Non-resident equity shareholders who wish to tender their equity shares in the Target Company in this Offer will be required to submit all the applicable RBI approvals that they would have obtained for acquiring the Equity Shares of the Target Company. In the event such RBI approvals are not submitted, the Acquirers reserves the sole right to reject the Equity Shares tendered in the Offer.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. Subject to the receipt of the statutory and other approvals, if any, the Acquirers shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirers.
5. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI may, if satisfied that the delay in receipt of requisite approval was not due to any willful default or neglect on the part of the Acquirers to diligently pursue the application for the approval, grant extension of time to the Acquirers for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers agreeing to pay interest for the delayed period as directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. There are no conditions stipulated in the SPA between the Sellers and the Acquirers, the meeting of which would be outside the reasonable control of the Acquirers and in view of which the Offer might be withdrawn under regulation 23(1)(c) of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activity	Day and Date
Issue of Public Announcement	Thursday, July 30, 2026
Publication of this DPS in newspapers	Thursday, August 6, 2026
Last Date of filing of Draft Letter of Offer with SEBI	Thursday, August 13, 2026
Last date for Public Announcement for competing offer	Monday, August 31, 2026
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Friday, September 4, 2026
Identified Date*	Tuesday, September 8, 2026
Last date for dispatch of the Letter of Offer to the Public Shareholders	Wednesday, September 16, 2026
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Friday, September 18, 2026
Last date for upward revision of the Offer Price and/or the offer Size	Monday, September 21, 2026
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, September 22, 2026
Date of commencement of Tendering Period (Offer opening Date)	Wednesday, September 23, 2026
Date of Closure of Tendering Period (Offer Closing Date)	Wednesday, October 7, 2026
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Thursday, October 22, 2026
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, October 29, 2026
Last Date of Filing the Final report to SEBI	Thursday, October 29, 2026

**The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.*

****Identified Date** is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, Sellers and promoters of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.*

VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

1. All the Public Shareholders of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time from Offer opening date to the Offer closing date (**"Tendering Period"**) for this Open Offer.
2. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired Equity Shares after the Identified Date or those who have not received the Letter of Offer, may also participate in this Open Offer may also participate in this Open Offer by submitting an application on a plain paper giving details set out in the Letter of Offer. In the alternate, such holders of the Equity Shares of the Target Company may apply in the form of acceptance-cum acknowledgement in relation to this Open Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (www.sebi.gov.in) and from the Registrar to the Open Offer. The application is to be sent to the Registrar to the Open Offer at any of the collection centers that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the tendering period of this Open Offer, together with the depository participant (**"DP"**) name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**).
3. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
4. The LOF shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an Open Offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations.
6. The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer – 1 being a person resident outside India is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares, as specified in chapter 4 of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 (**"SEBI Master Circular"**). Therefore, the Acquirers will acquire the Offer Shares through the off-market route in accordance with the "tender offer method" prescribed by SEBI, in accordance with paragraph 2 of Chapter 4 of the SEBI's Master Circular.
7. All Public Shareholders holding Equity Shares in dematerialized form, who wish to accept the Offer and tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**) in accordance with the procedure as set out in the Letter of Offer. The Public Shareholders shall then send the details of Equity Shares tendered together with the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP to the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the Tendering Period. Public Shareholders holding shares in demat form are not required to submit the Form of Acceptance-cum-Acknowledgment to the Registrar.
8. In case of non-receipt of the required documents, but receipt of the equity shares in the Escrow Demat Account, the Offer may be deemed to have been accepted by the Public Shareholder. Any form of acceptance in respect of dematerialized Equity Share not credited to the Open Offer Escrow Demat Account on or before the date of closure of the Tendering Period is liable to be rejected.
9. The Acquirers have appointed Pravin Ratilal Share and Stock brokers Limited (**"Buying Broker"**) as their broker for the Open Offer through whom the purchases of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

   Name: Pravin Ratilal Share and Stock Brokers Limited
   Address: Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009
   Tel No.: 079-26553758 | **Email:** info@pravinratilal.com | **Website:** http://www.prssb.com/
   Contact Person: Neha Jain **SEBI Reg. No:** INZ000206732
10. All Public Shareholders holding Equity Shares in physical form, who wish to accept the Offer and tender their Equity Shares can send/deliver the form of acceptance-cum-acknowledgment (which will be annexed to the Letter of Offer) duly signed along with all the relevant documents at the collection center of the Registrar to the Open Offer mentioned in the Letter of Offer on or before the date of closure of the Tendering Period in accordance with the procedure as set out in the Letter of Offer. The envelope should be super-scribed "RR Metalmakers India Limited - Open Offer".
11. The Public Shareholders may also download the Letter of Offer from the SEBI's website i.e. www.sebi.gov.in or Manager to the Offer website i.e. www.vivro.net or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
12. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.

IX. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER THAT WOULD BE MAILED TO THE SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE.

X. OTHER INFORMATION:

1. The Acquirers and their respective directors accept full responsibility for the information contained in this DPS and PA (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers) and undertake that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations in respect of this Offer.
2. The information pertaining to the Target Company and/or the Sellers contained in the PA or this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer have been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources which has not been independently verified by the Acquirers or the Manager to the Offer. The Acquirers and the Manager do not accept any responsibility with respect to such information relating to the Target Company and/or the Sellers.
3. This PA is available and this DPS is expected to be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net.
4. In this DPS, all references to (i) "₹" or "INR" or Rs. are references to Indian Rupee(s); and (ii) "GBP" or "£" are references to Great Britain Pound(s).
5. Pursuant to Regulation 12 of SEBI (SAST) Regulations, Acquirers have appointed Vivro Financial Services Private Limited, as the Manager to the Offer as per the details below:

   VIVRO

   VIVRO FINANCIAL SERVICES PRIVATE LIMITED
   Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. | **Tel No.:** 079- 4040 4242
   CIN: U67120GJ1996PTC029182;
   Email: investors@vivro.net | **Website:** www.vivro.net
   SEBI Reg. No.: MB/INM000010122 | **Contact Person:** Shivam Patel
5. The Acquirers have appointed Adroit Corporate Services Private Limited as the Registrar to the Offer as per the details below:

   adroit

   Adroit Corporate Services Private Limited
   Address: 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makawana Road, Marol Naka, Andheri (East), Mumbai 400 059 | **Tel No.:** 022 42270449
   CIN: U67190MH1994PTC079160
   Email: haraprasadn@adroitcorporate.com | **Website:** www.adroitcorporate.com
   SEBI Reg. No. INR000002227 | **Contact Person:** Mr. Hara Prasad Nahak
6. This DPS and the PA shall also be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net

Issued by Manager to the Offer on behalf of the Acquirers

For, RB International Holdings Limited **Sd/-** **Ashmeet Singh Kandhari** **Director** **(Acquirer 1)**	**Sd/-** **Suyog Yogesh Desai** **(Acquirer 2)**	**Sd/-** **Nikita Suyog Desai** **(Acquirer 3)**

Place: London, United Kingdom
Date: August 05, 2026

DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

RR METALMAKERS INDIA LIMITED
(Formerly known as Shree Surgovind Tradelink Limited)

RR METALMAKERS INDIA LIMITED

Corporate Identification Number: L51901MH1995PLC331822

Registered Office: B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400037, Maharashtra, India. | **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com

IN TERMS OF REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF ("SEBI (SAST) REGULATIONS").

OPEN OFFER FOR ACQUISITION OF UP TO 23,42,295 (TWENTY THREE LAKHS FORTY TWO THOUSAND TWO HUNDRED NINETY FIVE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF THE EQUITY SHARE CAPITAL *(AS DEFINED BELOW)* OF RR METALMAKERS INDIA LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS *(AS DEFINED BELOW)* BY RB INTERNATIONAL HOLDINGS LIMITED ("ACQUIRER – 1"), SUYOG YOGESH DESAI ("ACQUIRER – 2") AND NIKITA SUYOG DESAI ("ACQUIRER – 3") (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATIONS 3(1) AND 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS ("OPEN OFFER" OR "OFFER").

This detailed public statement (**"DPS"**) is being issued by Vivro Financial Services Private Limited, the manager to the Open Offer (**"Manager to the Offer"** or **"Manager"**), for and on behalf of the Acquirers to the Public Shareholders *(as defined below)* of the Target Company, pursuant to and in compliance with Regulation 3(1) and Regulation 4, read with Regulation 13(4), 14(3) and 15(2) and other applicable of the SEBI (SAST) Regulations and pursuant to the public announcement (**"PA"**) dated July 30, 2026 in relation to the Open Offer, filed with the Securities and Exchange Board of India (**"SEBI"**), BSE Limited (**"BSE"**), (the **"Stock Exchange"**) and to the Target Company in compliance with Regulation 14(1) and 14(2) of the SEBI (SAST) Regulations.

For the purpose of this DPS, the following terms shall have the meanings assigned to them herein below:

"Equity Shares" means the fully paid-up equity shares of face value of ₹10/- *(Rupees Ten Only)* each of the Target Company.

"Equity Share Capital" means the total issued, subscribed, paid up equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Open Offer.

"Public Shareholders" shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the: (i) the Acquirers (ii) the parties to the SPA *(as defined below)* and (iii) any person deemed to be acting in concert with the persons set out in (i) and (ii), pursuant to and in compliance with the SEBI (SAST) Regulations.

"Working Day" shall mean any working day of the SEBI

Any capitalized word which has not been defined herein but defined under the SEBI (SAST) Regulations, then such capitalized word shall have the same meaning as ascribed to such capitalized word under SEBI (SAST) Regulations.

I. ACQUIRERS, SELLERS, TARGET COMPANY AND OFFER:

1. Information about the Acquirers:

1.1. RB International Holdings Limited (Acquirer - 1):

1.1.1. Acquirer - 1 i.e. RB International Holdings Limited, is a private company, limited by shares. Acquirer -1 was originally incorporated under the UK Companies Act 2006 on October 21, 2016 under the name of CCL (WT) NEWCO 3 LIMITED. The name of the Acquirer - 1 was subsequently changed to RB International Holdings Limited vide certificate of incorporation on change of name issued by the Registrar of Companies, England and Wales on September 22, 2022. The Company Number is 10440139.

1.1.2. The registered office of Acquirer - 1 is situated at Kalamu House, 11 Coldbath Square, London, EC1R 5HL, United Kingdom. The contact details of Acquirer - 1 are as follows; telephone number: +44 7424443030; email: suyog@rexbrownltd.co.uk.

1.1.3. The principal activity of the Acquirer - 1 is to carry on the business of an investment company and to undertake all kinds of investment business.

1.1.4. The issued and paid up share capital of the Acquirer – 1 is as follows:

Class of Shares	Nominal value per Share (Currency GBP)	Number issued and fully paid Shares allotted	Aggregate Nominal Value (GBP)
Ordinary Shares*	£ 0.001 each	150,000	150.000
A Ordinary Shares*	£ 0.001 each	26,668	26.668
B Ordinary Shares#	£ 0.001 each	36	0.036
C Ordinary Shares#	£ 0.001 each	18	0.018
Preference Shares#	£ 0.001 each	23,332	23.332
A Preference Shares#	£1.000 each	540,000	540,000.000
Total	-	**740,054**	**540,200.054**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable.

1.1.5. The shareholding pattern of the Acquirer -1 as on the date of DPS is as follows:

Sr. No.	Category / name of shareholder	Class of shares	Total no. of shares held	Shareholding as a % of class of shares	Shareholding as a % of total no. of shares
1	Ashmeet Kandhari, Swarn Lata Kandhari & Harpal Kandhari (jointly)	Ordinary Shares	150,000	100.00%	20.27%
2	Ashmeet Singh Kandhari	A Ordinary Shares*	26,668	100.00%	3.60%
3	Sacki Shahin	B Ordinary Shares#	36	100.00%	0.00%
4	Patel Ankitkumar	C Ordinary Shares#	18	100.00%	0.00%
5	Swarn Lata Kandhari	Preference Shares#	11,666	50.00%	1.58%
6	Harpal Singh Kandhari	Preference Shares#	11,666	50.00%	1.58%
7	Ashmeet Singh Kandhari	A Preference Shares#	180,000	33.33%	24.32%
8	Harpal Singh Kandhari	A Preference Shares#	360,000	66.67%	48.65%
Total			**740,054**		**100.00%**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable

1.1.6. Persons with Significant Control (PSC)

Particulars of every person with significant control over the Company, recorded in its PSC Register maintained under Part 21A of the UK Companies Act 2006: Acquirer - 1 has three (3) active Persons with Significant Control, viz.; Mr. Ashmeet Singh Kandhari, Mr. Harpal Singh Kandhari and Mrs. Swarn Lata Kandhari.

1.1.7. Acquirer - 1 is the ultimate parent entity and does not belong to any group. There is no 'Person Acting in Concert' with Acquirer -1 for the purpose of this Open Offer.

1.1.8. The securities of Acquirer - 1 are not listed on any stock exchange in India or abroad.

1.1.9. As on the date of this DPS, Ashmeet Singh Kandhari is the only director on the board of Acquirer - 1.

1.1.10. The summary of the financial information of the Acquirer - 1 have been extracted from the (i) the consolidated financial statements of the Acquirer - 1 for the financial years ended December 30, 2023, December 30, 2024 and December 30, 2025 audited by KLSA LLP and (ii) consolidated financial statements of the Acquirer - 1 for the three month period ended March 31, 2026 reviewed by KLSA LLP, statutory auditor of the Acquirer -1 and is provided in the table below:

Particulars	Financial Year ended December 30, 2023 (Audited - Consolidated)		Financial Year ended December 30, 2024 (Audited - Consolidated)		Financial Year ended December 30, 2025 (Audited - Consolidated)		For three month period ended March 31, 2026 (Unaudited - Consolidated)	
	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]
Total Income[1]	37,645.64	39,944.01	51,808.27	55,729.43	58,530.50	71,152.95	16,047.01	20,160.61
Profit / loss after Tax	1,532.92	1,626.51	3,610.18	3,883.42	3,076.35	3,739.78	795.75	999.73
EPS	8.67	920.38	20.43	2,197.48	17.41	2,116.19	4.50	565.71
Networth/ Shareholders Fund	12,432.71	13,191.77	15,830.39	17,028.53	18,660.74	22,685.04	19,456.49	24,444.10

1. Total income includes revenue from operations and other income.

2. Since the financial statement of the Acquirer - 1 are reported and presented in GBP, the financial information has been converted to Indian Rupees (₹) for the purpose of convenience. GBP to INR conversion rate as on December 30, 2023 (GBP 1 = INR 106.1053), December 30, 2024 (GBP 1 = INR 107.5686), December 30, 2025 (GBP 1 = INR 121.5656) and March 31, 2026 (GBP 1 = INR 125.6347) for extracting/stating the audited and unaudited consolidated financial statements in INR since these are the last dates in the respective accounting year for which currency conversion rate is available on https://www.fbil.org.in and www.rbi.org.in. If the RBI reference rate is not available on a particular date due to a public holiday, the previous working day not being a public holiday has been considered.

The conversion has been certified vide certificate dated July 30, 2026 bearing UDIN: 26136745KDTEAS4430 issued by CA Swetang Raval, (Membership No. 136745) partner of S. V. Raval & Co. Chartered Accountants, FRN: 131844W, having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Tel. no. +91-99042 65550, email ID: casvraval@gmail.com.

1.1.11. As of the date of this DPS, Acquirer – 1 has no contingent liabilities.

1.2. Suyog Yogesh Desai (Acquirer - 2):

1.2.1. Suyog Yogesh Desai is son of Yogesh Desai and is an individual Non-Resident Indian (NRI), aged 50 years and residing at 2A, Cowgate Road, Greenford, London – UB6 8HQ, United Kingdom. Email ID: suyog@rexbrownltd.co.uk. He is an experienced entrepreneur with extensive exposure to international e-commerce, digital services and technology-enabled business operations.

2.1.1. The net worth of Acquirer-2 as on July 30, 2026 is ₹ 2,71,07,000/- (Rupees Two Crore Seventy One Lakhs Seven Thousand Only) as certified vide certificate bearing unique document identification no. (**"UDIN"**) 26136745HMURZH9268 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.3. Nikita Suyog Desai (Acquirer - 3):

1.3.1. Nikita Suyog Desai is spouse of Suyog Yogesh Desai and is an individual resident of India, aged 46 years and residing at 11, Parambaug, Opp. Satyaraj Farm, Pipan, Sanand Bavla Highway, Pipan, Ahmedabad – 382110, Gujarat, India. Email ID: nikitasuyog@yahoo.co.uk. She has been associated with technology-enabled businesses operating in digital outsourcing, online marketplace management, e-commerce and related service sectors.

1.3.2. The net worth of Acquirer - 3 as on July 30, 2026 is ₹ 3,47,07,000/- (Rupees Three Crore Forty Seven Lakhs Seven Thousand Only) as certified vide certificate bearing UDIN 26136745GQUUUA1307 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.4. Joint Undertakings / Confirmations by the Acquirers:

1.4.1. The Acquirers are not part of any group.

1.4.2. There are no directors representing Acquirers on the board of directors of the Target Company.

1.4.3. The Acquirers, its directors and key employees do not have any relationship with or interest in the Target Company except for the Underlying Transaction, that has triggered this Open Offer. Further, the Acquirers, its directors, and key managerial employees do not have any relationship with the promoter and promoter group of the Target Company except for the underlying Transaction.

1.4.4. No other person is acting in concert with the Acquirers for the purposes of this Open Offer.

1.4.5. Neither the Acquirers nor its directors and key managerial employees hold any Equity Shares or voting rights in the Target Company as of the date of the DPS. Furthermore, the Acquirers have not acquired any Equity Shares during the period between the date of the PA. i.e., July 30, 2026, and the date of the DPS.

1.4.6. The Acquirers have not been prohibited by SEBI from dealing in securities pursuant to the terms of any directions issued under Section 11B of the SEBI Act or under any other regulations made under the SEBI Act.

1.4.7. As on the date of this Letter of Offer, the Acquirers, its directors or key managerial employees have not been (i) categorized as wilful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

1.4.8. There are no directions subsisting or proceedings pending against the Acquirers or its shareholders and the Directors. Further, there have been no actions taken and penalties levied by either by SEBI, RBI, or the Stock Exchange under the SEBI Act and regulations made thereunder, against the Acquirers, its shareholders and directors.

2. Details of Sellers

2.1. The details of the Sellers under the Share Purchase Agreement (SPA") are as follows:

Sr. No.	Name of the Seller	Nature of the Entity/ Individual	Registered Office/ Residential Address	Part of the Promoters /Promoters' Group	Details of Equity Shares / Voting Rights held by the Sellers: Pre-underlying Transaction Shareholding: No. of Equity Shares	%	Post-underlying Transaction Shareholding: No. of Equity Shares	%
1	Virat Sevantilal Shah	Individual	Room No. 18, Amrutlal Mansion, Plot No. 264/C L.N. Road, Near Podar College, Matunga East, Mumbai – 400019, Maharashtra India.	Yes	36,40,412	40.41	Nil	Nil
2	Alok Virat Shah	Individual		Yes	27,25,512	30.25	Nil	Nil

Notes:

i. Pursuant to the Open Offer and the consummation of the Underlying Transaction, the Acquirers will acquire control over the Target Company and will become the promoter of the Target Company in terms of SEBI (SAST) Regulations. Further pursuant to the Open Offer and the consummation of the Underlying Transaction, the Sellers (as well as other members of the promoters of the Target Company) shall cease to be the promoters of the Target Company in accordance with Regulation 31A of SEBI (LODR) Regulations.

ii. This table sets out details of equity Shares held by the Sellers which are agreed to be purchased by the Acquirers in accordance with the terms of the SPA.

iii. Sellers are not a part of any defined group.

2.2. None of the Sellers have been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

2.3. As on the date of the DPS, the Sellers have not been (i) categorized as willful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

3. Information about the Target Company:

3.1. The Target Company was incorporated as a public limited company on October 26, 1995, as "Shree Surgovind Tradelink Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation issued by Registrar of Companies, Gujarat. Subsequently, the name of the company was changed to RR Metalmakers India Limited pursuant to a fresh certificate of incorporation consequent upon change of name dated November 8, 2023 issued by Registrar of Companies, Mumbai. The corporate identification number (**"CIN"**) of the Target Company is L51901MH1995PLC331822.

3.2. The registered office of the Target Company is situated at B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai- 400037, Maharashtra, India. **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com.

3.3. The Target Company is in the business of wholesale trading of steel and iron ores.

3.4. The Equity Shares of the Target Company are listed and traded on BSE Limited (**"BSE"**) with Scrip ID as "RRMETAL" and Scrip code as "531667". The ISIN of the Target Company is INE117K01013. The Equity Shares of the Target Company are currently not suspended from trading on the Stock Exchange. Other than as mentioned above, the securities of the Target Company are not listed on any other stock exchange in or outside India.

3.5. The authorized share capital of the Target Company is ₹ 15,00,00,000 (Rupees Fifteen Crore only) comprising of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 9,00,88,240 (Rupees Nine Crore Eighty Eight Thousand Two Hundred Forty Only) comprising of 90,08,824 (Ninety Lakhs Eight Thousand Eight Hundred Twenty Four) Equity Shares of face value of ₹ 10/- each.

3.6. As of the date of this DPS, the total issued and paid-up equity share capital is as follows:

Particulars	No. of Equity Shares	% of Capital
Fully paid-up Equity Shares	90,08,824	100%
Partly paid-up Equity Shares/outstanding convertible securities (such as depository receipts, convertible debentures, warrants, convertible preference shares etc.)	Nil	Nil
ESOP vested or which shall vest	Nil	Nil
Voting Share Capital Total	**90,08,824**	**100%**

3.7. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended June 30, 2026, the Target Company has disclosed that: (i) there is only one class of Equity Shares and no Equity Shares with differential voting rights. (ii) there are no partly paid up Equity Shares; and /or (iii) outstanding convertible securities which are convertible into Equity Shares (including depository receipts and partly or fully paid-up convertible debentures, employee stock options, warrants); and/or it has not issued any convertible securities; (iv) there are no locked in Equity Shares of the Target Company, and (v) there are no Equity Shares held by promoters which are pledged or otherwise encumbered.

3.8. The Equity Shares of the Target Company are infrequently traded on BSE within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

3.9. The key financial information of the Target Company as extracted from its respective audited financial statements as of and for the financial years ended on March 31, 2024, March 31, 2025, and March 31, 2026, are as set out below:

(Amount in Lakhs)

Particulars	Financial Year ended: March 31, 2026 (Audited)	March 31, 2025 (Audited)	March 31, 2024 (Audited)
Total Revenue	8,739.41	5,250.82	9,680.37
Net Income	(66.58)	167.76	104.79
Earnings per Share (₹ per share)	(0.75)	1.86	1.17
Net worth/ Shareholders' funds	745.50	836.75	669.06

The financial information of the Target Company for FY 2026, 2025 and 2024 have been extracted from the annual report for the respective financial years which is available on the website of BSE at www.bseindia.com.

4. Details of the Offer

4.1. This Open Offer is a mandatory open offer made in compliance with Regulations 3(1) and 4 and other applicable Regulations of the SEBI (SAST) Regulations, triggered upon execution of the SPA to acquire more than 25% of the Equity Share Capital of the Target Company along with management and control over the Target Company by the Acquirers.

4.2. This Open Offer is being made by the Acquirers to the Public Shareholders to acquire up to 23,42,295 (Twenty Three Lakhs Forty Two Thousand Two Hundred Ninety Five) (**"Offer Shares"**) representing 26.00 % of the Equity Share Capital of the Target Company at a price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share (**"Offer Price"**) from the Public Shareholders of the Target Company, aggregating to a total consideration of ₹ 5,58,63,735.75 (Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only) (assuming full acceptance) (**"Offer Size"**), payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions as set out in PA, DPS and Letter of Offer (**"LOF"**).

4.3. Post completion of the Underlying Transaction and the Open Offer, the Acquirers will collectively hold 87,08,219 Equity Shares representing 96.66% of the Equity Share Capital of the Target Company and shall be classified as a promoter of the Target Company in accordance with SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI (LODR) Regulations"**).

4.4. The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, together with all the rights attached thereto, including all the rights to dividends, bonuses and right offers declared thereof and in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the tendering Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.

4.5. All Public Shareholders (including resident or non-resident shareholders) must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India (**"RBI"**) held by them, in the Offer and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Equity Shares tendered in this Offer. Further, if the Public Shareholders who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares held by them, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Offer Shares.

4.6. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

4.7. This is not a competitive offer in terms of Regulation 20 of SEBI (SAST) Regulations.

4.8. This Offer is not pursuant to any global acquisition resulting in indirect acquisition of Equity Shares of the Target Company.

4.9. The Acquirers intend to retain the listing status of the Target Company and no delisting offer is proposed to be made.

4.10. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

4.11. There are no statutory and other approvals required to be obtained to complete the Underlying Transactions contemplated under the SPA or to complete this Open Offer other than as indicated in Part VI (Statutory and Other Approvals) below.

4.12. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that, for reasons outside the reasonable control of the Acquirers, the conditions specified in SPA as set out in Part II (Background of the Offer) or approvals specified in this DPS as set out in Part VI (Statutory and Other Approvals) below or those which become applicable prior to completion of the Open Offer are not received, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 working days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

4.13. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as on the date of this DPS, the Acquirers neither has any plans to dispose of or otherwise encumber any material assets of the Target Company in the next 2 (two) years, nor has formulated any proposal which may have an adverse material impact on the employees of the Target Company and the locations of its places of business except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances, except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company in accordance with the business requirements); or (ii) with the prior approval of the shareholders of the Target Company; or (iii) to the extent required for the purpose of restructuring and/or rationalization of assets, investments, liabilities or business of the Target Company; or (iv) in accordance with the decision of the board of directors and shareholders of the Target Company, as applicable.

4.14. As per Regulation 38A of the SEBI (LODR) Regulations read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended (**"SCRR"**), the Target Company is required to maintain at least 25.00% (Twenty Five Percent) public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to completion of this Open Offer (assuming full acceptance of the Offer Shares) and the Underlying Transaction contemplated in the SPA, the public shareholding in the Target Company may fall below the minimum public shareholding (**"MPS"**) requirement as per Rule 19A of SCRR read with SEBI (LODR) Regulations. If the MPS falls below 25% (Twenty Five Percent) of the Share capital, the Acquirers will comply with provisions of Regulation 7(4) of the SEBI (SAST) Regulations to maintain the MPS in accordance with the SCRR and the SEBI (LODR) Regulations. Any failure to comply with MPS requirement may lead to non-compliance of SCRR and SEBI (LODR) Regulations.

4.15. The Acquirers shall not be eligible to make a voluntary delisting offer under the SEBI (Delisting of Equity Shares) Regulations, 2021, unless a period of twelve months has elapsed from the date of completion of the Offer period as per regulation 7(5) of SEBI (SAST) Regulations.

4.16. The Manager to the Offer, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

1. The Acquirers have entered into SPA dated July 30, 2026 with the Sellers, pursuant to which the Acquirers have agreed to purchase 63,65,924 Equity Shares constituting 70.66% of the Equity Share Capital of the Target Company (**"Sale Shares"**) from the Sellers, at a price of INR 23.85 per Equity Share and for an aggregate consideration of INR ₹ 15,18,27,287.40 *(Rupees Fifteen Crore Eighteen Lakhs Twenty Seven Thousand Two Hundred Eighty Seven and Paisa Forty Only)*, completion of which is subject to the satisfaction of certain conditions precedent under the SPA and Sellers have agreed to sell the Sale Shares in terms of the SPA. (**"Underlying Transaction"**).

2. As a consequence of the execution of the SPA, this Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

3. The salient features of the SSA are as follows:

3.1. Subject to the terms and conditions agreed between the Parties to the SPA and their respective rights and obligations:

3.1.1. The Acquirers agree to purchase, and the Sellers agree to sell Sale Shares on the Share Purchase Closing Date, with full legal and beneficial title and free from Encumbrances with all rights attached to them at the agreed Consideration.

3.1.2. The details of SPA Sale Shares proposed to be sold by the Sellers to the Acquirers pursuant to SPA are as under:

Sr. No.	Name of the Seller	No. of Equity Shares	%
1	Virat Sevantilal Shah	36,40,412	40.41
2	Alok Virat Shah	27,25,512	30.25
	Total	**63,65,924**	**70.66**

3.2. The Sellers have provided customary warranties and indemnities to the Acquirers under the SPA. The Sellers are bound by customary standstill obligations between the Execution Date (as defined in the SPA) and the Closing Date (as defined in the SPA).

3.3. The consummation of the Underlying Transaction is subject to the fulfilment of the conditions precedent as specified under the SPA, including the following key conditions precedent:

3.3.1. The Parties hereto hereby agree that the Transaction contemplated in this Agreement shall be undertaken only upon compliance by the Parties with their respective obligations under the SEBI Takeover Regulations and other Applicable Laws with respect to Sale Shares.

3.3.2. The Acquirers shall be entitled to act upon this Agreement and may complete the acquisition of Sale Shares or voting rights in, or control of the Target Company as contemplated under Regulation 22(2) of the SEBI Takeover Regulations on deposit of entire consideration payable, under the Open Offer assuming full acceptance, in cash, in the Escrow Account.

3.3.3. The sale and purchase of the Sale Shares shall be undertaken by each of the Sellers and the Acquirers, as an off-market transaction and not through the trading and settlement mechanism of the Stock Exchange.

3.3.4. Each Seller shall: (a) deliver to its respective Depository Participant, duly executed DP Instructions for the transfer of the respective portion of the Sale Shares to the Acquirers Demat Account; (b) provide a copy of such DP Instructions to the Acquirers.

3.3.5. Target Company should have fulfilled all its export sales obligations to the customers identified in accordance with the respective purchase orders and Applicable Laws.

3.3.6. Each Party shall ensure that necessary compliances under FEMA as may be applicable to the Sellers, the Acquirers and the Company such as filing of Form FC-TRS are being undertaken in respect of Sale shares by the Sellers to the Acquirers.

3.4. Pursuant to the consummation of the transactions contemplated under the SPA, the Acquirers will acquire control over the Target Company and the Acquirers shall become the promoter of the Target Company in accordance with the provisions of the SEBI (LODR) Regulations. The SPA also sets forth the terms and conditions agreed between the Acquirers and the Sellers, and their respective rights and obligations.

3.5. The Sellers (along with each member of the existing promoters) will be re-classified as public with effect from the date of consummation of the Underlying Transaction in terms of Regulation 31A of the SEBI (LODR) Regulations.

3.6. **Termination of the SPA.** The SPA will terminate in the following key scenarios:

3.6.1. The SPA will automatically terminate on the Long Stop Date (as defined in the SPA) if the Conditions Precedent (as defined in the SPA) are not satisfied/waived on the Long Stop Date.

3.6.2. The SPA may be terminated by the Acquirers, at any time prior to the Long Stop Date (as defined in the SPA), if (i) the Target Company and/or any of the Sellers are declared insolvent, bankrupt, or are unable to pay their debts, or enter into a compromise or any arrangement with their creditors, or in the event that a trustee, receiver or liquidator or insolvency resolution professional is appointed to take over all or a substantial part of the Assets (as defined in the SPA) of the Target Company; (ii) the Acquirers become aware of any breach of the Representations (as defined in the SPA), or if either of the Sellers is unable to perform their respective obligations under the SPA or has breached or failed to perform his covenants, obligations, undertakings, terms or agreements set forth in this Agreement.

3.7. Upon termination of the SPA, amongst others: (i) the obligations of the Acquirers to purchase from

(Continued next page...)

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the Sellers, and the obligations of the Sellers to sell to the Acquirers, the Sale Shares shall terminate; (ii) the Acquirers may withdraw the Open Offer in accordance with Regulation 23 of the SEBI (SAST) Regulations.

3.8. The SPA also contains customary standard miscellaneous provisions such as confidentiality, notices, arbitration and governing laws and exclusive jurisdiction.

4. The prime objective of the Acquirers for the acquisition of Equity Shares is to have substantial stake in and control over the Target Company. Following the completion of the Open Offer, the Acquirers intend to acquire control and management of the Target Company. The Acquirers will continue the existing lines of business of the Target Company and may diversify its business activities in future into alternate or complimentary lines of business as deliberated by the Board of the Target Company and in compliance with applicable laws and regulations as well as with the prior approval of shareholders, as applicable.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the details of acquisition are as follows:

Details	Acquirer - 1		Acquirer - 2		Acquirer - 1	
	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital
Equity Shareholding as on the PA date[1]	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares agreed to be acquired under SPA	55,35,924	61.45	4,15,000	4.61	4,15,000	4.61
Equity Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares to be acquired in the open offer	17,42,295	19.34	3,00,000	3.33	3,00,000	3.33
Post Offer Shareholding *(On diluted basis, as on 10th working day after closing of tendering period)assuming 26% is tendered in the Open Offer*	72,78,219	80.79	7,15,000	7.94	7,15,000	7.94

1. *The Acquirers and their respective Directors do not hold any Equity Shares of the Target Company as on the date of this DPS.*
2. *Assuming full acceptance under the Offer*

IV. OFFER PRICE:

1. The Equity Shares of the Target Company are listed on BSE (Scrip symbol: RRMETAL, Scrip code: 531667)
2. The trading in the Equity Shares of the Target Company on BSE based on volume during the twelve calendar months prior to the month in which PA was made i.e. July 01, 2025 to June 30, 2026 is as set out below:

Stock Exchange	Total no. of Equity Shares traded during the twelve calendar months prior to the month of PA	Weighted average no. of total Equity Shares	Trading turnover (as % of total Equity Shares listed)
BSE	8,05,470	90,08,824	8.94%

***Source:** www.bseindia.com*

3. Based on the above information, the Equity Shares of the Target Company are infrequently traded on the BSE in accordance with Regulation 2(1)(j) of the SEBI (SAST) Regulations.
4. The Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share is justified in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following:

Sr. No.	Particulars	Price (In ₹ per Equity Share)
A	The highest negotiated price per share of the target company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer;	23.85
B	The volume-weighted average price paid or payable for acquisitions, whether by the acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the public announcement;	Not Applicable
C	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the public announcement;	Not Applicable
D	The volume-weighted average market price of such shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period, provided such shares are frequently traded;	Not Applicable
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies;	23.85(1)
F	the per share value computed under sub-regulation (5), if applicable	Not Applicable(2)

(1) Based on the valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.

(2) Not applicable since the acquisition is not an indirect acquisition.

5. The fair value of Equity Shares of the Target Company is ₹ 23.85 per Equity Share (Rupees Twenty Three and Paisa Eighty Five Only) as certified by valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.
6. In view of the parameters considered and presented in the aforesaid table, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of item numbers A to F above i.e., ₹ 23.85 per Equity Share. Accordingly, the Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) is justified in terms of the SEBI (SAST) Regulations.
7. Since the date of the PA and as on the date of this DPS, there have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days before the commencement of the Tendering Period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
8. In the event of further acquisition of Equity Shares of the Target Company by the Acquirers during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, Acquirers shall not acquire any Equity Shares of the Target Company after the third Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period.
9. If the Acquirers acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.
10. The Acquirers are permitted to revise the Offer Price upward at any time up to one Working Day prior to the commencement of the Tendering Period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such upward revision in the Offer Price, the Acquirers shall make further deposits into the Escrow Account, make a public announcement in the same newspapers where the original Detailed Public Statement has been published and simultaneously inform SEBI, NSE, BSE and Target Company at its registered office of such revision.
11. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers shall comply with Regulation 18 of SEBI (SAST) Regulations and all other applicable provisions of SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

V. FINANCIAL ARRANGEMENTS:

1. The total funding requirements for this Offer is INR ₹ 5,58,63,735.75 (Indian Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only), assuming full acceptance of the Offer i.e., Maximum Open Offer Consideration.
2. In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an escrow account under the name and style of "RR Metalmakers India Limited – Open Offer - Escrow Account" (**"Escrow Account"**) with "Axis Bank Limited", at their Law Garden Main Branch, Ahmedabad. (**"Escrow Banker"**) pursuant to an escrow agreement dated July 30, 2026 (**"Escrow Agreement"**). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 1,40,00,000/- (Rupees One Crore Forty Lakhs Only) in the Escrow Account, which is more than 25% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated August 3, 2026.
3. The Acquirers have duly authorized the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.
4. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Open Offer and have made firm financial arrangements for fulfilling the payment obligations under this Open Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations and the Acquirers are able to implement this Open Offer.
5. After considering the aforementioned, CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com by their certificate dated July 31, 2026 bearing UDIN 26136745NCJUPG3414 have certified that the Acquirers have made firm financial arrangements to meet its financial obligations under the Open Offer.
6. Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that firm arrangement for the funds and money for payment through verifiable means are in place to fulfill the obligation under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

1. As of the date of DPS, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction and this Open Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
2. Non-resident equity shareholders who wish to tender their equity shares in the Target Company in this Offer will be required to submit all the applicable RBI approvals that they would have obtained for acquiring the Equity Shares of the Target Company. In the event such RBI approvals are not submitted, the Acquirers reserves the sole right to reject the Equity Shares tendered in the Offer.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. Subject to the receipt of the statutory and other approvals, if any, the Acquirers shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirers.
5. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI may, if satisfied that the delay in receipt of requisite approval was not due to any willful default or neglect on the part of the Acquirers to diligently pursue the application for the approval, grant extension of time to the Acquirers for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers agreeing to pay interest for the delayed period as directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. There are no conditions stipulated in the SPA between the Sellers and the Acquirers, the meeting of which would be outside the reasonable control of the Acquirers and in view of which the Offer might be withdrawn under regulation 23(1)(c) of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activity	Day and Date
Issue of Public Announcement	Thursday, July 30, 2026
Publication of this DPS in newspapers	Thursday, August 6, 2026
Last Date of filing of Draft Letter of Offer with SEBI	Thursday, August 13, 2026
Last date for Public Announcement for competing offer	Monday, August 31, 2026
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Friday, September 4, 2026
Identified Date*	Tuesday, September 8, 2026
Last date for dispatch of the Letter of Offer to the Public Shareholders	Wednesday, September 16, 2026
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Friday, September 18, 2026
Last date for upward revision of the Offer Price and/or the offer Size	Monday, September 21, 2026
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, September 22, 2026
Date of commencement of Tendering Period (Offer opening Date)	Wednesday, September 23, 2026
Date of Closure of Tendering Period (Offer Closing Date)	Wednesday, October 7, 2026
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Thursday, October 22, 2026
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, October 29, 2026
Last Date of Filing the Final report to SEBI	Thursday, October 29, 2026

**The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.*

****Identified Date** is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, Sellers and promoters of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.*

VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

1. All the Public Shareholders of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time from Offer opening date to the Offer closing date (**"Tendering Period"**) for this Open Offer.
2. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired Equity Shares after the Identified Date or those who have not received the Letter of Offer, may also participate in this Open Offer may also participate in this Open Offer by submitting an application on a plain paper giving details set out in the Letter of Offer. In the alternate, such holders of the Equity Shares of the Target Company may apply in the form of acceptance-cum acknowledgement in relation to this Open Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (www.sebi.gov.in) and from the Registrar to the Open Offer. The application is to be sent to the Registrar to the Open Offer at any of the collection centers that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the tendering period of this Open Offer, together with the depository participant (**"DP"**) name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**).
3. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
4. The LOF shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an Open Offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations.
6. The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer – 1 being a person resident outside India is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares, as specified in chapter 4 of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 (**"SEBI Master Circular"**). Therefore, the Acquirers will acquire the Offer Shares through the off-market route in accordance with the "tender offer method" prescribed by SEBI, in accordance with paragraph 2 of Chapter 4 of the SEBI's Master Circular.
7. All Public Shareholders holding Equity Shares in dematerialized form, who wish to accept the Offer and tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**) in accordance with the procedure as set out in the Letter of Offer. The Public Shareholders shall then send the details of Equity Shares tendered together with the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP to the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the Tendering Period. Public Shareholders holding shares in demat form are not required to submit the Form of Acceptance-cum-Acknowledgment to the Registrar.
8. In case of non-receipt of the required documents, but receipt of the equity shares in the Escrow Demat Account, the Offer may be deemed to have been accepted by the Public Shareholder. Any form of acceptance in respect of dematerialized Equity Share not credited to the Open Offer Escrow Demat Account on or before the date of closure of the Tendering Period is liable to be rejected.
9. The Acquirers have appointed Pravin Ratilal Share and Stock brokers Limited (**"Buying Broker"**) as their broker for the Open Offer through whom the purchases of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name: Pravin Ratilal Share and Stock Brokers Limited

Address: Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009

Tel No.: 079-26553758 | **Email:** info@pravinratilal.com | **Website:** http://www.prssb.com/

Contact Person: Neha Jain **SEBI Reg. No:** INZ000206732

10. All Public Shareholders holding Equity Shares in physical form, who wish to accept the Offer and tender their Equity Shares can send/deliver the form of acceptance-cum-acknowledgment (which will be annexed to the Letter of Offer) duly signed along with all the relevant documents at the collection center of the Registrar to the Open Offer mentioned in the Letter of Offer on or before the date of closure of the Tendering Period in accordance with the procedure as set out in the Letter of Offer. The envelope should be super-scribed "RR Metalmakers India Limited - Open Offer".
11. The Public Shareholders may also download the Letter of Offer from the SEBI's website i.e. www.sebi.gov.in or Manager to the Offer website i.e. www.vivro.net or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
12. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.

IX. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER THAT WOULD BE MAILED TO THE SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE.

X. OTHER INFORMATION:

1. The Acquirers and their respective directors accept full responsibility for the information contained in this DPS and PA (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers) and undertake that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations in respect of this Offer.
2. The information pertaining to the Target Company and/or the Sellers contained in the PA or this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer have been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources which has not been independently verified by the Acquirers or the Manager to the Offer. The Acquirers and the Manager do not accept any responsibility with respect to such information relating to the Target Company and/or the Sellers.
3. This PA is available and this DPS is expected to be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net.
4. In this DPS, all references to (i) "₹" or "INR" or Rs. are references to Indian Rupee(s); and (ii) "GBP" or "£" are references to Great Britain Pound(s).
5. Pursuant to Regulation 12 of SEBI (SAST) Regulations, Acquirers have appointed Vivro Financial Services Private Limited, as the Manager to the Offer as per the details below:

VIVRO

VIVRO FINANCIAL SERVICES PRIVATE LIMITED
Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. | **Tel No.:** 079- 4040 4242
CIN: U67120GJ1996PTC029182;
Email: investors@vivro.net | **Website:** www.vivro.net
SEBI Reg. No.: MB/INM000010122 | **Contact Person:** Shivam Patel

5. The Acquirers have appointed Adroit Corporate Services Private Limited as the Registrar to the Offer as per the details below:

adroit

Adroit Corporate Services Private Limited
Address: 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makawana Road, Marol Naka, Andheri (East), Mumbai 400 059 | **Tel No.:** 022 42270449
CIN: U67190MH1994PTC079160
Email: haraprasadn@adroitcorporate.com | **Website:** www.adroitcorporate.com
SEBI Reg. No. INR000002227 | **Contact Person:** Mr. Hara Prasad Nahak

6. This DPS and the PA shall also be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net

Issued by Manager to the Offer on behalf of the Acquirers

For, RB International Holdings Limited **Sd/-** **Ashmeet Singh Kandhari** **Director** **(Acquirer 1)**	**Sd/-** **Suyog Yogesh Desai** **(Acquirer 2)**	**Sd/-** **Nikita Suyog Desai** **(Acquirer 3)**

Place: London, United Kingdom
Date: August 05, 2026

AdBaaz

DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

RR METALMAKERS INDIA LIMITED
(Formerly known as Shree Surgovind Tradelink Limited)

RR METALMAKERS INDIA LIMITED

Corporate Identification Number: L51901MH1995PLC331822

Registered Office: B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400037, Maharashtra, India. | **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com

IN TERMS OF REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF ("SEBI (SAST) REGULATIONS").

OPEN OFFER FOR ACQUISITION OF UP TO 23,42,295 (TWENTY THREE LAKHS FORTY TWO THOUSAND TWO HUNDRED NINETY FIVE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF THE EQUITY SHARE CAPITAL *(AS DEFINED BELOW)* OF RR METALMAKERS INDIA LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS *(AS DEFINED BELOW)* BY RB INTERNATIONAL HOLDINGS LIMITED ("ACQUIRER – 1"), SUYOG YOGESH DESAI ("ACQUIRER – 2") AND NIKITA SUYOG DESAI ("ACQUIRER – 3") (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATIONS 3(1) AND 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS ("OPEN OFFER" OR "OFFER").

This detailed public statement ("**DPS**") is being issued by Vivro Financial Services Private Limited, the manager to the Open Offer ("**Manager to the Offer**" or "**Manager**"), for and on behalf of the Acquirers to the Public Shareholders *(as defined below)* of the Target Company, pursuant to and in compliance with Regulation 3(1) and Regulation 4, read with Regulation 13(4), 14(3) and 15(2) and other applicable of the SEBI (SAST) Regulations and pursuant to the public announcement ("**PA**") dated July 30, 2026 in relation to the Open Offer, filed with the Securities and Exchange Board of India ("**SEBI**"), BSE Limited ("**BSE**"), (the "**Stock Exchange**") and to the Target Company in compliance with Regulation 14(1) and 14(2) of the SEBI (SAST) Regulations.

For the purpose of this DPS, the following terms shall have the meanings assigned to them herein below:

"**Equity Shares**" means the fully paid-up equity shares of face value of ₹10/- *(Rupees Ten Only)* each of the Target Company.

"**Equity Share Capital**" means the total issued, subscribed, paid up equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Open Offer.

"**Public Shareholders**" shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the: (i) the Acquirers (ii) the parties to the SPA *(as defined below)* and (iii) any person deemed to be acting in concert with the persons set out in (i) and (ii), pursuant to and in compliance with the SEBI (SAST) Regulations.

"**Working Day**" shall mean any working day of the SEBI

Any capitalized word which has not been defined herein but defined under the SEBI (SAST) Regulations, then such capitalized word shall have the same meaning as ascribed to such capitalized word under SEBI (SAST) Regulations.

I. ACQUIRERS, SELLERS, TARGET COMPANY AND OFFER:

1. Information about the Acquirers:

1.1. RB International Holdings Limited (Acquirer - 1):

1.1.1. Acquirer - 1 i.e. RB International Holdings Limited, is a private company, limited by shares. Acquirer -1 was originally incorporated under the UK Companies Act 2006 on October 21, 2016 under the name of CCL (WT) NEWCO 3 LIMITED. The name of the Acquirer - 1 was subsequently changed to RB International Holdings Limited vide certificate of incorporation on change of name issued by the Registrar of Companies, England and Wales on September 22, 2022. The Company Number is 10440139.

1.1.2. The registered office of Acquirer - 1 is situated at Kalamu House, 11 Coldbath Square, London, EC1R 5HL, United Kingdom. The contact details of Acquirer - 1 are as follows; telephone number: +44 7424443030; email: suyog@rexbrownltd.co.uk.

1.1.3. The principal activity of the Acquirer - 1 is to carry on the business of an investment company and to undertake all kinds of investment business.

1.1.4. The issued and paid up share capital of the Acquirer – 1 is as follows:

Class of Shares	Nominal value per Share (Currency GBP)	Number issued and fully paid Shares allotted	Aggregate Nominal Value (GBP)
Ordinary Shares*	£ 0.001 each	150,000	150.000
A Ordinary Shares*	£ 0.001 each	26,668	26.668
B Ordinary Shares#	£ 0.001 each	36	0.036
C Ordinary Shares#	£ 0.001 each	18	0.018
Preference Shares#	£ 0.001 each	23,332	23.332
A Preference Shares#	£1.000 each	540,000	540,000.000
Total	-	**740,054**	**540,200.054**

*Ordinary shares carry one Voting Right per Share and are not redeemable.

\# No Voting rights, dividend and capital rights, not redeemable.

1.1.5. The shareholding pattern of the Acquirer -1 as on the date of DPS is as follows:

Sr. No.	Category / name of shareholder	Class of shares	Total no. of shares held	Shareholding as a % of class of shares	Shareholding as a % of total no. of shares
1	Ashmeet Kandhari, Swarn Lata Kandhari & Harpal Kandhari (jointly)	Ordinary Shares	150,000	100.00%	20.27%
2	Ashmeet Singh Kandhari	A Ordinary Shares*	26,668	100.00%	3.60%
3	Sacki Shahin	B Ordinary Shares#	36	100.00%	0.00%
4	Patel Ankitkumar	C Ordinary Shares#	18	100.00%	0.00%
5	Swarn Lata Kandhari	Preference Shares#	11,666	50.00%	1.58%
6	Harpal Singh Kandhari	Preference Shares#	11,666	50.00%	1.58%
7	Ashmeet Singh Kandhari	A Preference Shares#	180,000	33.33%	24.32%
8	Harpal Singh Kandhari	A Preference Shares#	360,000	66.67%	48.65%
Total			**740,054**		**100.00%**

*Ordinary shares carry one Voting Right per Share and are not redeemable.

\# No Voting rights, dividend and capital rights, not redeemable

1.1.6. Persons with Significant Control (PSC)

Particulars of every person with significant control over the Company, recorded in its PSC Register maintained under Part 21A of the UK Companies Act 2006: Acquirer - 1 has three (3) active Persons with Significant Control, viz.; Mr. Ashmeet Singh Kandhari, Mr. Harpal Singh Kandhari and Mrs. Swarn Lata Kandhari.

1.1.7. Acquirer - 1 is the ultimate parent entity and does not belong to any group. There is no 'Person Acting in Concert' with Acquirer -1 for the purpose of this Open Offer.

1.1.8. The securities of Acquirer - 1 are not listed on any stock exchange in India or abroad.

1.1.9. As on the date of this DPS, Ashmeet Singh Kandhari is the only director on the board of Acquirer - 1.

1.1.10. The summary of the financial information of the Acquirer - 1 have been extracted from the (i) the consolidated financial statements of the Acquirer - 1 for the financial years ended December 30, 2023, December 30, 2024 and December 30, 2025 audited by KLSA LLP and (ii) consolidated financial statements of the Acquirer - 1 for the three month period ended March 31, 2026 reviewed by KLSA LLP, statutory auditor of the Acquirer -1 and is provided in the table below:

Particulars	Financial Year ended December 30, 2023 (Audited - Consolidated)		Financial Year ended December 30, 2024 (Audited - Consolidated)		Financial Year ended December 30, 2025 (Audited - Consolidated)		For three month period ended March 31, 2026 (Unaudited - Consolidated)	
	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]
Total Income[1]	37,645.64	39,944.01	51,808.27	55,729.43	58,530.50	71,152.95	16,047.01	20,160.61
Profit / loss after Tax	1,532.92	1,626.51	3,610.18	3,883.42	3,076.35	3,739.78	795.75	999.73
EPS	8.67	920.38	20.43	2,197.48	17.41	2,116.19	4.50	565.71
Networth/ Shareholders Fund	12,432.71	13,191.77	15,830.39	17,028.53	18,660.74	22,685.04	19,456.49	24,444.10

1. Total income includes revenue from operations and other income.

2. Since the financial statement of the Acquirer - 1 are reported and presented in GBP, the financial information has been converted to Indian Rupees (₹) for the purpose of convenience. GBP to INR conversion rate as on December 30, 2023 (GBP 1 = INR 106.1053), December 30, 2024 (GBP 1 = INR 107.5686), December 30, 2025 (GBP 1 = INR 121.5656) and March 31, 2026 (GBP 1 = INR 125.6347) for extracting/stating the audited and unaudited consolidated financial statements in INR since these are the last dates in the respective accounting year for which currency conversion rate is available on https://www.fbil.org.in and www.rbi.org.in. If the RBI reference rate is not available on a particular date due to a public holiday, the previous working day not being a public holiday has been considered.

The conversion has been certified vide certificate dated July 30, 2026 bearing UDIN: 26136745KDTEAS4430 issued by CA Swetang Raval, (Membership No. 136745) partner of S. V. Raval & Co. Chartered Accountants, FRN: 131844W, having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Tel. No. +91-99042 65550, email ID: casvraval@gmail.com.

1.1.11. As of the date of this DPS, Acquirer – 1 has no contingent liabilities.

1.2. Suyog Yogesh Desai (Acquirer - 2):

1.2.1. Suyog Yogesh Desai is son of Yogesh Desai and is an individual Non-Resident Indian (NRI), aged 50 years and residing at 2A, Cowgate Road, Greenford, London – UB6 8HQ, United Kingdom. Email ID: suyog@rexbrownltd.co.uk. He is an experienced entrepreneur with extensive exposure to international e-commerce, digital services and technology-enabled business operations.

2.1.1. The net worth of Acquirer-2 as on July 30, 2026 is ₹ 2,71,07,000/- (Rupees Two Crore Seventy One Lakhs Seven Thousand Only) as certified vide certificate bearing unique document identification no. ("**UDIN**") 26136745HMURZH9268 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.3. Nikita Suyog Desai (Acquirer - 3):

1.3.1. Nikita Suyog Desai is spouse of Suyog Yogesh Desai and is an individual resident of India, aged 46 years and residing at 11, Parambaug, Opp. Satyaraj Farm, Pipan, Sanand Bavla Highway, Pipan, Ahmedabad – 382110, Gujarat, India. Email ID: nikitasuyog@yahoo.co.uk. She has been associated with technology-enabled businesses operating in digital outsourcing, online marketplace management, e-commerce and related service sectors.

1.3.2. The net worth of Acquirer - 3 as on July 30, 2026 is ₹ 3,47,07,000/- (Rupees Three Crore Forty Seven Lakhs Seven Thousand Only) as certified vide certificate bearing UDIN 26136745GQUUUA1307 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.4. Joint Undertakings / Confirmations by the Acquirers:

1.4.1. The Acquirers are not part of any group.

1.4.2. There are no directors representing Acquirers on the board of directors of the Target Company.

1.4.3. The Acquirers, its directors and key employees do not have any relationship with or interest in the Target Company except for the Underlying Transaction, that has triggered this Open Offer. Further, the Acquirers, its directors, and key managerial employees do not have any relationship with the promoter and promoter group of the Target Company except for the underlying Transaction.

1.4.4. No other person is acting in concert with the Acquirers for the purposes of this Open Offer.

1.4.5. Neither the Acquirers nor its directors and key managerial employees hold any Equity Shares or voting rights in the Target Company as of the date of the DPS. Furthermore, the Acquirers have not acquired any Equity Shares during the period between the date of the PA. i.e., July 30, 2026, and the date of the DPS.

1.4.6. The Acquirers have not been prohibited by SEBI from dealing in securities pursuant to the terms of any directions issued under Section 11B of the SEBI Act or under any other regulations made under the SEBI Act.

1.4.7. As on the date of this Letter of Offer, the Acquirers, its directors or key managerial employees have not been (i) categorized as wilful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

1.4.8. There are no directions subsisting or proceedings pending against the Acquirers or its shareholders and the Directors. Further, there have been no actions taken and penalties levied by either by SEBI, RBI, or the Stock Exchange under the SEBI Act and regulations made thereunder, against the Acquirers, its shareholders and directors.

2. Details of Sellers

2.1. The details of the Sellers under the Share Purchase Agreement (SPA") are as follows:

Sr. No.	Name of the Seller	Nature of the Entity/ Individual	Registered Office/ Residential Address	Part of the Promoters /Promoters' Group	Details of Equity Shares / Voting Rights held by the Sellers			
					Pre-underlying Transaction Shareholding		Post-underlying Transaction Shareholding	
					No. of Equity Shares	%	No. of Equity Shares	%
1	Virat Sevantilal Shah	Individual	Room No. 18, Amrutlal Mansion, Plot No. 264/C L.N. Road, Near Podar College, Matunga East, Mumbai – 400019, Maharashtra India.	Yes	36,40,412	40.41	Nil	Nil
2	Alok Virat Shah	Individual		Yes	27,25,512	30.25	Nil	Nil

Notes:

i. Pursuant to the Open Offer and the consummation of the Underlying Transaction, the Acquirers will acquire control over the Target Company and will become the promoter of the Target Company in terms of SEBI (SAST) Regulations. Further pursuant to the Open Offer and the consummation of the Underlying Transaction, the Sellers (as well as other members of the promoters of the Target Company) shall cease to be the promoters of the Target Company in accordance with Regulation 31A of SEBI (LODR) Regulations.

ii. This table sets out details of equity Shares held by the Sellers which are agreed to be purchased by the Acquirers in accordance with the terms of the SPA.

iii. Sellers are not a part of any defined group.

2.2. None of the Sellers have been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

2.3. As on the date of the DPS, the Sellers have not been (i) categorized as willful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

3. Information about the Target Company:

3.1. The Target Company was incorporated as a public limited company on October 26, 1995, as "Shree Surgovind Tradelink Limited" under the provisions of the Companies Act, 1956 vide certificate of incorporation issued by Registrar of Companies, Gujarat. Subsequently, the name of the company was changed to RR Metalmakers India Limited pursuant to a fresh certificate of incorporation consequent upon change of name dated November 8, 2023 issued by Registrar of Companies, Mumbai. The corporate identification number ("**CIN**") of the Target Company is L51901MH1995PLC331822.

3.2. The registered office of the Target Company is situated at B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai- 400037, Maharashtra, India. **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com.

3.3. The Target Company is in the business of wholesale trading of steel and iron ores.

3.4. The Equity Shares of the Target Company are listed and traded on BSE Limited ("**BSE**") with Scrip ID as "RRMETAL" and Scrip code as "531667". The ISIN of the Target Company is INE117K01013. The Equity Shares of the Target Company are currently not suspended from trading on the Stock Exchange. Other than as mentioned above, the securities of the Target Company are not listed on any other stock exchange in or outside India.

3.5. The authorized share capital of the Target Company is ₹ 15,00,00,000 (Rupees Fifteen Crore only) comprising of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 9,00,88,240 (Rupees Nine Crore Eighty Eight Thousand Two Hundred Forty Only) comprising of 90,08,824 (Ninety Lakhs Eight Thousand Eight Hundred Twenty Four) Equity Shares of face value of ₹ 10/- each.

3.6. As of the date of this DPS, the total issued and paid-up equity share capital is as follows:

Particulars	No. of Equity Shares	% of Capital
Fully paid-up Equity Shares	90,08,824	100%
Partly paid-up Equity Shares/outstanding convertible securities (such as depository receipts, convertible debentures, warrants, convertible preference shares etc.)	Nil	Nil
ESOP vested or which shall vest	Nil	Nil
Voting Share Capital Total	**90,08,824**	**100%**

3.7. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended June 30, 2026, the Target Company has disclosed that: (i) there is only one class of Equity Shares and no Equity Shares with differential voting rights. (ii) there are no partly paid up Equity Shares; and /or (iii) outstanding convertible securities which are convertible into Equity Shares (including depository receipts and partly or fully paid-up convertible debentures, employee stock options, warrants); and/or it has not issued any convertible securities; (iv) there are no locked in Equity Shares of the Target Company, and (v) there are no Equity Shares held by promoters which are pledged or otherwise encumbered.

3.8. The Equity Shares of the Target Company are infrequently traded on BSE within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

3.9. The key financial information of the Target Company as extracted from its respective audited financial statements as of and for the financial years ended on March 31, 2024, March 31, 2025, and March 31, 2026, are as set out below:

(Amount in Lakhs)

Particulars	Financial Year ended		
	March 31, 2026 (Audited)	March 31, 2025 (Audited)	March 31, 2024 (Audited)
Total Revenue	8,739.41	5,250.82	9,680.37
Net Income	(66.58)	167.76	104.79
Earnings per Share (₹ per share)	(0.75)	1.86	1.17
Net worth/ Shareholders' funds	745.50	836.75	669.06

The financial information of the Target Company for FY 2026, 2025 and 2024 have been extracted from the annual report for the respective financial years which is available on the website of BSE at www.bseindia.com.

4. Details of the Offer

4.1. This Open Offer is a mandatory open offer made in compliance with Regulations 3(1) and 4 and other applicable Regulations of the SEBI (SAST) Regulations, triggered upon execution of the SPA to acquire more than 25% of the Equity Share Capital of the Target Company along with management and control over the Target Company by the Acquirers.

4.2. This Open Offer is being made by the Acquirers to the Public Shareholders to acquire up to 23,42,295 (Twenty Three Lakhs Forty Two Thousand Two Hundred Ninety Five) ("**Offer Shares**") representing 26.00 % of the Equity Share Capital of the Target Company at a price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share ("**Offer Price**") from the Public Shareholders of the Target Company, aggregating to a total consideration of ₹ 5,58,63,735.75 (Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only) (assuming full acceptance) ("**Offer Size**"), payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions as set out in PA, DPS and Letter of Offer ("**LOF**").

4.3. Post completion of the Underlying Transaction and the Open Offer, the Acquirers will collectively hold 87,08,219 Equity Shares representing 96.66% of the Equity Share Capital of the Target Company and shall be classified as a promoter of the Target Company in accordance with SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations**").

4.4. The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, together with all the rights attached thereto, including all the rights to dividends, bonuses and right offers declared thereof and in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the tendering Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.

4.5. All Public Shareholders (including resident or non-resident shareholders) must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India ("**RBI**") held by them, in the Offer and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Equity Shares tendered in this Offer. Further, if the Public Shareholders who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares held by them, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Offer Shares.

4.6. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

4.7. This is not a competitive offer in terms of Regulation 20 of SEBI (SAST) Regulations.

4.8. This Offer is not pursuant to any global acquisition resulting in indirect acquisition of Equity Shares of the Target Company.

4.9. The Acquirers intend to retain the listing status of the Target Company and no delisting offer is proposed to be made.

4.10. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

4.11. There are no statutory and other approvals required to be obtained to complete the Underlying Transactions contemplated under the SPA or to complete this Open Offer other than as indicated in Part VI (Statutory and Other Approvals) below.

4.12. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that, for reasons outside the reasonable control of the Acquirers, the conditions specified in SPA as set out in Part II (Background of the Offer) or approvals specified in this DPS as set out in Part VI (Statutory and Other Approvals) below or those which become applicable prior to completion of the Open Offer are not received, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 working days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

4.13. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as on the date of this DPS, the Acquirers neither has any plans to dispose of or otherwise encumber any material assets of the Target Company in the next 2 (two) years, nor has formulated any proposal which may have an adverse material impact on the employees of the Target Company and the locations of its places of business except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances, except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company in accordance with the business requirements); or (ii) with the prior approval of the shareholders of the Target Company; or (iii) to the extent required for the purpose of restructuring and/or rationalization of assets, investments, liabilities or business of the Target Company; or (iv) in accordance with the decision of the board of directors and shareholders of the Target Company, as applicable.

4.14. As per Regulation 38A of the SEBI (LODR) Regulations read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"), the Target Company is required to maintain at least 25.00% (Twenty Five Percent) public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to completion of this Open Offer (assuming full acceptance of the Offer Shares) and the Underlying Transaction contemplated in the SPA, the public shareholding in the Target Company may fall below the minimum public shareholding ("**MPS**") requirement as per Rule 19A of SCRR read with SEBI (LODR) Regulations. If the MPS falls below 25% (Twenty Five Percent) of the Share capital, the Acquirers will comply with provisions of Regulation 7(4) of the SEBI (SAST) Regulations to maintain the MPS in accordance with the SCRR and the SEBI (LODR) Regulations. Any failure to comply with MPS requirement may lead to non-compliance of SCRR and SEBI (LODR) Regulations.

4.15. The Acquirers shall not be eligible to make a voluntary delisting offer under the SEBI (Delisting of Equity Shares) Regulations, 2021, unless a period of twelve months has elapsed from the date of completion of the Offer period as per regulation 7(5) of SEBI (SAST) Regulations.

4.16. The Manager to the Offer, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

1. The Acquirers have entered into SPA dated July 30, 2026 with the Sellers, pursuant to which the Acquirers have agreed to purchase 63,65,924 Equity Shares constituting 70.66% of the Equity Share Capital of the Target Company ("**Sale Shares**") from the Sellers, at a price of INR 23.85 per Equity Share and for an aggregate consideration of INR ₹ 15,18,27,287.40 *(Rupees Fifteen Crore Eighteen Lakhs Twenty Seven Thousand Two Hundred Eighty Seven and Paisa Forty Only)*, completion of which is subject to the satisfaction of certain conditions precedent under the SPA and Sellers have agreed to sell the Sale Shares in terms of the SPA. ("**Underlying Transaction**").

2. As a consequence of the execution of the SPA, this Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

3. The salient features of the SSA are as follows:

3.1. Subject to the terms and conditions agreed between the Parties to the SPA and their respective rights and obligations:

3.1.1. The Acquirers agree to purchase, and the Sellers agree to sell Sale Shares on the Share Purchase Closing Date, with full legal and beneficial title and free from Encumbrances with all rights attached to them at the agreed Consideration.

3.1.2. The details of SPA Sale Shares proposed to be sold by the Sellers to the Acquirers pursuant to SPA are as under:

Sr. No.	Name of the Seller	No. of Equity Shares	%
1	Virat Sevantilal Shah	36,40,412	40.41
2	Alok Virat Shah	27,25,512	30.25
	Total	**63,65,924**	**70.66**

3.2. The Sellers have provided customary warranties and indemnities to the Acquirers under the SPA. The Sellers are bound by customary standstill obligations between the Execution Date (as defined in the SPA) and the Closing Date (as defined in the SPA).

3.3. The consummation of the Underlying Transaction is subject to the fulfilment of the conditions precedent as specified under the SPA, including the following key conditions precedent:

3.3.1. The Parties hereto hereby agree that the Transaction contemplated in this Agreement shall be undertaken only upon compliance by the Parties with their respective obligations under the SEBI Takeover Regulations and other Applicable Laws with respect to Sale Shares.

3.3.2. The Acquirers shall be entitled to act upon this Agreement and may complete the acquisition of Sale Shares or voting rights in, or control of the Target Company as contemplated under Regulation 22(2) of the SEBI Takeover Regulations on deposit of entire consideration payable, under the Open Offer assuming full acceptance, in cash, in the Escrow Account.

3.3.3. The sale and purchase of the Sale Shares shall be undertaken by each of the Sellers and the Acquirers, as an off-market transaction and not through the trading and settlement mechanism of the Stock Exchange.

3.3.4. Each Seller shall: (a) deliver to its respective Depository Participant, duly executed DP Instructions for the transfer of the respective portion of the Sale Shares to the Acquirers Demat Account; (b) provide a copy of such DP Instructions to the Acquirers.

3.3.5. Target Company should have fulfilled all its export sales obligations to the customers identified in accordance with the respective purchase orders and Applicable Laws.

3.3.6. Each Party shall ensure that necessary compliances under FEMA as may be applicable to the Sellers, the Acquirers and the Company such as filing of Form FC-TRS are being undertaken in respect of Sale shares by the Sellers to the Acquirers.

3.4. Pursuant to the consummation of the transactions contemplated under the SPA, the Acquirers will acquire control over the Target Company and the Acquirers shall become the promoter of the Target Company in accordance with the provisions of the SEBI (LODR) Regulations. The SPA also sets forth the terms and conditions agreed between the Acquirers and the Sellers, and their respective rights and obligations.

3.5. The Sellers (along with each member of the existing promoters) will be re-classified as public with effect from the date of consummation of the Underlying Transaction in terms of Regulation 31A of the SEBI (LODR) Regulations.

3.6. **Termination of the SPA.** The SPA will terminate in the following key scenarios:

3.6.1. The SPA will automatically terminate on the Long Stop Date (as defined in the SPA) if the Conditions Precedent (as defined in the SPA) are not satisfied/waived on the Long Stop Date.

3.6.2. The SPA may be terminated by the Acquirers, at any time prior to the Long Stop Date (as defined in the SPA), if (i) the Target Company and/or any of the Sellers are declared insolvent, bankrupt, or are unable to pay their debts, or enter into a compromise or any arrangement with their creditors, or in the event that a trustee, receiver or liquidator or insolvency resolution professional is appointed to take over all or a substantial part of the Assets (as defined in the SPA) of the Target Company; (ii) the Acquirers become aware of any breach of the Representations (as defined in the SPA), or if either of the Sellers is unable to perform their respective obligations under the SPA or has breached or failed to perform his covenants, obligations, undertakings, terms or agreements set forth in this Agreement.

3.7. Upon termination of the SPA, amongst others: (i) the obligations of the Acquirers to purchase from

(Continued next page...)

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the Sellers, and the obligations of the Sellers to sell to the Acquirers, the Sale Shares shall terminate; (ii) the Acquirers may withdraw the Open Offer in accordance with Regulation 23 of the SEBI (SAST) Regulations.

3.8. The SPA also contains customary standard miscellaneous provisions such as confidentiality, notices, arbitration and governing laws and exclusive jurisdiction.

4. The prime objective of the Acquirers for the acquisition of Equity Shares is to have substantial stake in and control over the Target Company. Following the completion of the Open Offer, the Acquirers intend to acquire control and management of the Target Company. The Acquirers will continue the existing lines of business of the Target Company and may diversify its business activities in future into alternate or complimentary lines of business as deliberated by the Board of the Target Company and in compliance with applicable laws and regulations as well as with the prior approval of shareholders, as applicable.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the details of acquisition are as follows:

Details	Acquirer - 1		Acquirer - 2		Acquirer - 1	
	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital
Equity Shareholding as on the PA date¹	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares agreed to be acquired under SPA	55,35,924	61.45	4,15,000	4.61	4,15,000	4.61
Equity Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares to be acquired in the open offer	17,42,295	19.34	3,00,000	3.33	3,00,000	3.33
Post Offer Shareholding *(On diluted basis, as on 10th working day after closing of tendering period)assuming 26% is tendered in the Open Offer*	72,78,219	80.79	7,15,000	7.94	7,15,000	7.94

1. The Acquirers and their respective Directors do not hold any Equity Shares of the Target Company as on the date of this DPS.

2. Assuming full acceptance under the Offer

IV. OFFER PRICE:

1. The Equity Shares of the Target Company are listed on BSE (Scrip symbol: RRMETAL, Scrip code: 531667)

2. The trading in the Equity Shares of the Target Company on BSE based on volume during the twelve calendar months prior to the month in which PA was made i.e. July 01, 2025 to June 30, 2026 is as set out below:

Stock Exchange	Total no. of Equity Shares traded during the twelve calendar months prior to the month of PA	Weighted average no. of total Equity Shares	Trading turnover (as % of total Equity Shares listed)
BSE	8,05,470	90,08,824	8.94%

***Source:** www.bseindia.com*

3. Based on the above information, the Equity Shares of the Target Company are infrequently traded on the BSE in accordance with Regulation 2(1)(j) of the SEBI (SAST) Regulations.

4. The Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share is justified in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following:

Sr. No.	Particulars	Price (In ₹ per Equity Share)
A	The highest negotiated price per share of the target company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer;	23.85
B	The volume-weighted average price paid or payable for acquisitions, whether by the acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the public announcement;	Not Applicable
C	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the public announcement;	Not Applicable
D	The volume-weighted average market price of such shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period, provided such shares are frequently traded;	Not Applicable
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies;	23.85(1)
F	the per share value computed under sub-regulation (5), if applicable	Not Applicable(2)

(1) Based on the valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.

(2) Not applicable since the acquisition is not an indirect acquisition.

5. The fair value of Equity Shares of the Target Company is ₹ 23.85 per Equity Share (Rupees Twenty Three and Paisa Eighty Five Only) as certified by valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.

6. In view of the parameters considered and presented in the aforesaid table, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of item numbers A to F above i.e., ₹ 23.85 per Equity Share. Accordingly, the Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) is justified in terms of the SEBI (SAST) Regulations.

7. Since the date of the PA and as on the date of this DPS, there have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days before the commencement of the Tendering Period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.

8. In the event of further acquisition of Equity Shares of the Target Company by the Acquirers during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, Acquirers shall not acquire any Equity Shares of the Target Company after the third Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period.

9. If the Acquirers acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.

10. The Acquirers are permitted to revise the Offer Price upward at any time up to one Working Day prior to the commencement of the Tendering Period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such upward revision in the Offer Price, the Acquirers shall make further deposits into the Escrow Account, make a public announcement in the same newspapers where the original Detailed Public Statement has been published and simultaneously inform SEBI, NSE, BSE and Target Company at its registered office of such revision.

11. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers shall comply with Regulation 18 of SEBI (SAST) Regulations and all other applicable provisions of SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

V. FINANCIAL ARRANGEMENTS:

1. The total funding requirements for this Offer is INR ₹ 5,58,63,735.75 (Indian Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only), assuming full acceptance of the Offer i.e., Maximum Open Offer Consideration.

2. In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an escrow account under the name and style of "RR Metalmakers India Limited – Open Offer - Escrow Account" (**"Escrow Account"**) with "Axis Bank Limited", at their Law Garden Main Branch, Ahmedabad. (**"Escrow Banker"**) pursuant to an escrow agreement dated July 30, 2026 (**"Escrow Agreement"**). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 1,40,00,000/- (Rupees One Crore Forty Lakhs Only) in the Escrow Account, which is more than 25% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated August 3, 2026.

3. The Acquirers have duly authorized the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.

4. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Open Offer and have made firm financial arrangements for fulfilling the payment obligations under this Open Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations and the Acquirers are able to implement this Open Offer.

5. After considering the aforementioned, CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com by their certificate dated July 31, 2026 bearing UDIN 26136745NCJUPG3414 have certified that the Acquirers have made firm financial arrangements to meet its financial obligations under the Open Offer.

6. Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that firm arrangement for the funds and money for payment through verifiable means are in place to fulfill the obligation under the Open Offer.

7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

1. As of the date of DPS, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction and this Open Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.

2. Non-resident equity shareholders who wish to tender their equity shares in the Target Company in this Offer will be required to submit all the applicable RBI approvals that they would have obtained for acquiring the Equity Shares of the Target Company. In the event such RBI approvals are not submitted, the Acquirers reserves the sole right to reject the Equity Shares tendered in the Offer.

3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

4. Subject to the receipt of the statutory and other approvals, if any, the Acquirers shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirers.

5. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI may, if satisfied that the delay in receipt of requisite approval was not due to any willful default or neglect on the part of the Acquirers to diligently pursue the application for the approval, grant extension of time to the Acquirers for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers agreeing to pay interest for the delayed period as directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.

7. There are no conditions stipulated in the SPA between the Sellers and the Acquirers, the meeting of which would be outside the reasonable control of the Acquirers and in view of which the Offer might be withdrawn under regulation 23(1)(c) of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activity	Day and Date
Issue of Public Announcement	Thursday, July 30, 2026
Publication of this DPS in newspapers	Thursday, August 6, 2026
Last Date of filing of Draft Letter of Offer with SEBI	Thursday, August 13, 2026
Last date for Public Announcement for competing offer	Monday, August 31, 2026
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Friday, September 4, 2026
Identified Date*	Tuesday, September 8, 2026
Last date for dispatch of the Letter of Offer to the Public Shareholders	Wednesday, September 16, 2026
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Friday, September 18, 2026
Last date for upward revision of the Offer Price and/or the offer Size	Monday, September 21, 2026
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, September 22, 2026
Date of commencement of Tendering Period (Offer opening Date)	Wednesday, September 23, 2026
Date of Closure of Tendering Period (Offer Closing Date)	Wednesday, October 7, 2026
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Thursday, October 22, 2026
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, October 29, 2026
Last Date of Filing the Final report to SEBI	Thursday, October 29, 2026

**The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.*

****Identified Date** is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, Sellers and promoters of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.*

VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

1. All the Public Shareholders of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time from Offer opening date to the Offer closing date (**"Tendering Period"**) for this Open Offer.

2. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired Equity Shares after the Identified Date or those who have not received the Letter of Offer, may also participate in this Open Offer may also participate in this Open Offer by submitting an application on a plain paper giving details set out in the Letter of Offer. In the alternate, such holders of the Equity Shares of the Target Company may apply in the form of acceptance-cum acknowledgement in relation to this Open Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (www.sebi.gov.in) and from the Registrar to the Open Offer. The application is to be sent to the Registrar to the Open Offer at any of the collection centers that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the tendering period of this Open Offer, together with the depository participant (**"DP"**) name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**).

3. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.

4. The LOF shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.

5. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an Open Offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations.

6. The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer – 1 being a person resident outside India is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares, as specified in chapter 4 of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 (**"SEBI Master Circular"**). Therefore, the Acquirers will acquire the Offer Shares through the off-market route in accordance with the "tender offer method" prescribed by SEBI, in accordance with paragraph 2 of Chapter 4 of the SEBI's Master Circular.

7. All Public Shareholders holding Equity Shares in dematerialized form, who wish to accept the Offer and tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**) in accordance with the procedure as set out in the Letter of Offer. The Public Shareholders shall then send the details of Equity Shares tendered together with the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP to the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the Tendering Period. Public Shareholders holding shares in demat form are not required to submit the Form of Acceptance-cum-Acknowledgment to the Registrar.

8. In case of non-receipt of the required documents, but receipt of the equity shares in the Escrow Demat Account, the Offer may be deemed to have been accepted by the Public Shareholder. Any form of acceptance in respect of dematerialized Equity Share not credited to the Open Offer Escrow Demat Account on or before the date of closure of the Tendering Period is liable to be rejected.

9. The Acquirers have appointed Pravin Ratilal Share and Stock brokers Limited (**"Buying Broker"**) as their broker for the Open Offer through whom the purchases of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name: Pravin Ratilal Share and Stock Brokers Limited

Address: Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009

Tel No.: 079-26553758 | **Email:** info@pravinratilal.com | **Website:** http://www.prssb.com/

Contact Person: Neha Jain **SEBI Reg. No:** INZ000206732

10. All Public Shareholders holding Equity Shares in physical form, who wish to accept the Offer and tender their Equity Shares can send/deliver the form of acceptance-cum-acknowledgment (which will be annexed to the Letter of Offer) duly signed along with all the relevant documents at the collection center of the Registrar to the Open Offer mentioned in the Letter of Offer on or before the date of closure of the Tendering Period in accordance with the procedure as set out in the Letter of Offer. The envelope should be super-scribed "RR Metalmakers India Limited - Open Offer".

11. The Public Shareholders may also download the Letter of Offer from the SEBI's website i.e. www.sebi.gov.in or Manager to the Offer website i.e. www.vivro.net or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.

12. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.

IX. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER THAT WOULD BE MAILED TO THE SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE.

X. OTHER INFORMATION:

1. The Acquirers and their respective directors accept full responsibility for the information contained in this DPS and PA (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers) and undertake that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations in respect of this Offer.

2. The information pertaining to the Target Company and/or the Sellers contained in the PA or this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer have been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources which has not been independently verified by the Acquirers or the Manager to the Offer. The Acquirers and the Manager do not accept any responsibility with respect to such information relating to the Target Company and/or the Sellers.

3. This PA is available and this DPS is expected to be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net.

4. In this DPS, all references to (i) "₹" or "INR" or Rs. are references to Indian Rupee(s); and (ii) "GBP" or "£" are references to Great Britain Pound(s).

5. Pursuant to Regulation 12 of SEBI (SAST) Regulations, Acquirers have appointed Vivro Financial Services Private Limited, as the Manager to the Offer as per the details below:

VIVRO

VIVRO FINANCIAL SERVICES PRIVATE LIMITED
Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. | **Tel No.:** 079- 4040 4242
CIN: U67120GJ1996PTC029182;
Email: investors@vivro.net | **Website:** www.vivro.net
SEBI Reg. No.: MB/INM000010122 | **Contact Person:** Shivam Patel

5. The Acquirers have appointed Adroit Corporate Services Private Limited as the Registrar to the Offer as per the details below:

adroit

Adroit Corporate Services Private Limited
Address: 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makawana Road, Marol Naka, Andheri (East), Mumbai 400 059 | **Tel No.:** 022 42270449
CIN: U67190MH1994PTC079160
Email: haraprasadn@adroitcorporate.com | **Website:** www.adroitcorporate.com
SEBI Reg. No. INR000002227 | **Contact Person:** Mr. Hara Prasad Nahak

6. This DPS and the PA shall also be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net

Issued by Manager to the Offer on behalf of the Acquirers

For, RB International Holdings Limited Sd/- **Ashmeet Singh Kandhari** **Director** **(Acquirer 1)**	Sd/- **Suyog Yogesh Desai** **(Acquirer 2)**	Sd/- **Nikita Suyog Desai** **(Acquirer 3)**

Place: London, United Kingdom
Date: August 05, 2026

AdBaaz

DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

RR METALMAKERS INDIA LIMITED
(Formerly known as Shree Surgovind Tradelink Limited)

RR METALMAKERS INDIA LIMITED

Corporate Identification Number: L51901MH1995PLC331822

Registered Office: B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400037, Maharashtra, India. | **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com

IN TERMS OF REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF ("SEBI (SAST) REGULATIONS").

OPEN OFFER FOR ACQUISITION OF UP TO 23,42,295 (TWENTY THREE LAKHS FORTY TWO THOUSAND TWO HUNDRED NINETY FIVE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF THE EQUITY SHARE CAPITAL *(AS DEFINED BELOW)* OF RR METALMAKERS INDIA LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS *(AS DEFINED BELOW)* BY RB INTERNATIONAL HOLDINGS LIMITED ("ACQUIRER – 1"), SUYOG YOGESH DESAI ("ACQUIRER – 2") AND NIKITA SUYOG DESAI ("ACQUIRER – 3") (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATIONS 3(1) AND 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS ("OPEN OFFER" OR "OFFER").

This detailed public statement ("**DPS**") is being issued by Vivro Financial Services Private Limited, the manager to the Open Offer ("**Manager to the Offer**" or "**Manager**"), for and on behalf of the Acquirers to the Public Shareholders *(as defined below)* of the Target Company, pursuant to and in compliance with Regulation 3(1) and Regulation 4, read with Regulation 13(4), 14(3) and 15(2) and other applicable of the SEBI (SAST) Regulations and pursuant to the public announcement ("**PA**") dated July 30, 2026 in relation to the Open Offer, filed with the Securities and Exchange Board of India ("**SEBI**"), BSE Limited ("**BSE**"), (the "**Stock Exchange**") and to the Target Company in compliance with Regulation 14(1) and 14(2) of the SEBI (SAST) Regulations.

For the purpose of this DPS, the following terms shall have the meanings assigned to them herein below:

"**Equity Shares**" means the fully paid-up equity shares of face value of ₹10/- *(Rupees Ten Only)* each of the Target Company.

"**Equity Share Capital**" means the total issued, subscribed, paid up equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Open Offer.

"**Public Shareholders**" shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the: (i) the Acquirers (ii) the parties to the SPA *(as defined below)* and (iii) any person deemed to be acting in concert with the persons set out in (i) and (ii), pursuant to and in compliance with the SEBI (SAST) Regulations.

"**Working Day**" shall mean any working day of the SEBI

Any capitalized word which has not been defined herein but defined under the SEBI (SAST) Regulations, then such capitalized word shall have the same meaning as ascribed to such capitalized word under SEBI (SAST) Regulations.

I. ACQUIRERS, SELLERS, TARGET COMPANY AND OFFER:

1. Information about the Acquirers:

1.1. RB International Holdings Limited (Acquirer - 1):

1.1.1. Acquirer - 1 i.e. RB International Holdings Limited, is a private company, limited by shares. Acquirer -1 was originally incorporated under the UK Companies Act 2006 on October 21, 2016 under the name of CCL (WT) NEWCO 3 LIMITED. The name of the Acquirer - 1 was subsequently changed to RB International Holdings Limited vide certificate of incorporation on change of name issued by the Registrar of Companies, England and Wales on September 22, 2022. The Company Number is 10440139.

1.1.2. The registered office of Acquirer - 1 is situated at Kalamu House, 11 Coldbath Square, London, EC1R 5HL, United Kingdom. The contact details of Acquirer - 1 are as follows; telephone number: +44 7424443030; email: suyog@rexbrownltd.co.uk.

1.1.3. The principal activity of the Acquirer - 1 is to carry on the business of an investment company and to undertake all kinds of investment business.

1.1.4. The issued and paid up share capital of the Acquirer – 1 is as follows:

Class of Shares	Nominal value per Share (Currency GBP)	Number issued and fully paid Shares allotted	Aggregate Nominal Value (GBP)
Ordinary Shares*	£ 0.001 each	150,000	150.000
A Ordinary Shares*	£ 0.001 each	26,668	26.668
B Ordinary Shares#	£ 0.001 each	36	0.036
C Ordinary Shares#	£ 0.001 each	18	0.018
Preference Shares#	£ 0.001 each	23,332	23.332
A Preference Shares#	£1.000 each	540,000	540,000.000
Total	-	**740,054**	**540,200.054**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable.

1.1.5. The shareholding pattern of the Acquirer -1 as on the date of DPS is as follows:

Sr. No.	Category / name of shareholder	Class of shares	Total no. of shares held	Shareholding as a % of class of shares	Shareholding as a % of total no. of shares
1	Ashmeet Kandhari, Swarn Lata Kandhari & Harpal Kandhari (jointly)	Ordinary Shares	150,000	100.00%	20.27%
2	Ashmeet Singh Kandhari	A Ordinary Shares*	26,668	100.00%	3.60%
3	Sacki Shahin	B Ordinary Shares#	36	100.00%	0.00%
4	Patel Ankitkumar	C Ordinary Shares#	18	100.00%	0.00%
5	Swarn Lata Kandhari	Preference Shares#	11,666	50.00%	1.58%
6	Harpal Singh Kandhari	Preference Shares#	11,666	50.00%	1.58%
7	Ashmeet Singh Kandhari	A Preference Shares#	180,000	33.33%	24.32%
8	Harpal Singh Kandhari	A Preference Shares#	360,000	66.67%	48.65%
Total			**740,054**		**100.00%**

**Ordinary shares carry one Voting Right per Share and are not redeemable.*

 # No Voting rights, dividend and capital rights, not redeemable

1.1.6. Persons with Significant Control (PSC)

Particulars of every person with significant control over the Company, recorded in its PSC Register maintained under Part 21A of the UK Companies Act 2006: Acquirer - 1 has three (3) active Persons with Significant Control, viz.; Mr. Ashmeet Singh Kandhari, Mr. Harpal Singh Kandhari and Mrs. Swarn Lata Kandhari.

1.1.7. Acquirer - 1 is the ultimate parent entity and does not belong to any group. There is no 'Person Acting in Concert' with Acquirer -1 for the purpose of this Open Offer.

1.1.8. The securities of Acquirer - 1 are not listed on any stock exchange in India or abroad.

1.1.9. As on the date of this DPS, Ashmeet Singh Kandhari is the only director on the board of Acquirer - 1.

1.1.10. The summary of the financial information of the Acquirer - 1 have been extracted from the (i) the consolidated financial statements of the Acquirer - 1 for the financial years ended December 30, 2023, December 30, 2024 and December 30, 2025 audited by KLSA LLP and (ii) consolidated financial statements of the Acquirer - 1 for the three month period ended March 31, 2026 reviewed by KLSA LLP, statutory auditor of the Acquirer -1 and is provided in the table below:

Particulars	Financial Year ended December 30, 2023 (Audited - Consolidated)		Financial Year ended December 30, 2024 (Audited - Consolidated)		Financial Year ended December 30, 2025 (Audited - Consolidated)		For three month period ended March 31, 2026 (Unaudited - Consolidated)	
	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]	GBP 000, except per share data	INR Lakhs except per share data [2]
Total Income[1]	37,645.64	39,944.01	51,808.27	55,729.43	58,530.50	71,152.95	16,047.01	20,160.61
Profit / loss after Tax	1,532.92	1,626.51	3,610.18	3,883.42	3,076.35	3,739.78	795.75	999.73
EPS	8.67	920.38	20.43	2,197.48	17.41	2,116.19	4.50	565.71
Networth/ Shareholders Fund	12,432.71	13,191.77	15,830.39	17,028.53	18,660.74	22,685.04	19,456.49	24,444.10

1. Total income includes revenue from operations and other income.

2. Since the financial statement of the Acquirer - 1 are reported and presented in GBP, the financial information has been converted to Indian Rupees (₹) for the purpose of convenience. GBP to INR conversion rate as on December 30, 2023 (GBP 1 = INR 106.1053), December 30, 2024 (GBP 1 = INR 107.5686), December 30, 2025 (GBP 1 = INR 121.5656) and March 31, 2026 (GBP 1 = INR 125.6347) for extracting/stating the audited and unaudited consolidated financial statements in INR since these are the last dates in the respective accounting year for which currency conversion rate is available on https://www.fbil.org.in and www.rbi.org.in. If the RBI reference rate is not available on a particular date due to a public holiday, the previous working day not being a public holiday has been considered.

The conversion has been certified vide certificate dated July 30, 2026 bearing UDIN: 26136745KDTEAS4430 issued by CA Swetang Raval, (Membership No. 136745) partner of S. V. Raval & Co. Chartered Accountants, FRN: 131844W, having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Tel. no. +91-99042 65550, email ID: casvraval@gmail.com.

1.1.11. As of the date of this DPS, Acquirer – 1 has no contingent liabilities.

1.2. Suyog Yogesh Desai (Acquirer - 2):

1.2.1. Suyog Yogesh Desai is son of Yogesh Desai and is an individual Non-Resident Indian (NRI), aged 50 years and residing at 2A, Cowgate Road, Greenford, London – UB6 8HQ, United Kingdom. Email ID: suyog@rexbrownltd.co.uk. He is an experienced entrepreneur with extensive exposure to international e-commerce, digital services and technology-enabled business operations.

2.1.1. The net worth of Acquirer-2 as on July 30, 2026 is ₹ 2,71,07,000/- (Rupees Two Crore Seventy One Lakhs Seven Thousand Only) as certified vide certificate bearing unique document identification no. ("**UDIN**") 26136745HMURZH9268 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.3. Nikita Suyog Desai (Acquirer - 3):

1.3.1. Nikita Suyog Desai is spouse of Suyog Yogesh Desai and is an individual resident of India, aged 46 years and residing at 11, Parambaug, Opp. Satyaraj Farm, Pipan, Sanand Bavla Highway, Pipan, Ahmedabad – 382110, Gujarat, India. Email ID: nikitasuyog@yahoo.co.uk. She has been associated with technology-enabled businesses operating in digital outsourcing, online marketplace management, e-commerce and related service sectors.

1.3.2. The net worth of Acquirer - 3 as on July 30, 2026 is ₹ 3,47,07,000/- (Rupees Three Crore Forty Seven Lakhs Seven Thousand Only) as certified vide certificate bearing UDIN 26136745GQUUUA1307 dated July 30, 2026 issued by CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com.

1.4. Joint Undertakings / Confirmations by the Acquirers:

1.4.1. The Acquirers are not part of any group.

1.4.2. There are no directors representing Acquirers on the board of directors of the Target Company.

1.4.3. The Acquirers, its directors and key employees do not have any relationship with or interest in the Target Company except for the Underlying Transaction, that has triggered this Open Offer. Further, the Acquirers, its directors, and key managerial employees do not have any relationship with the promoter and promoter group of the Target Company except for the underlying Transaction.

1.4.4. No other person is acting in concert with the Acquirers for the purposes of this Open Offer.

1.4.5. Neither the Acquirers nor its directors and key managerial employees hold any Equity Shares or voting rights in the Target Company as of the date of the DPS. Furthermore, the Acquirers have not acquired any Equity Shares during the period between the date of the PA. i.e., July 30, 2026, and the date of the DPS.

1.4.6. The Acquirers have not been prohibited by SEBI from dealing in securities pursuant to the terms of any directions issued under Section 11B of the SEBI Act or under any other regulations made under the SEBI Act.

1.4.7. As on the date of this Letter of Offer, the Acquirers, its directors or key managerial employees have not been (i) categorized as wilful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

1.4.8. There are no directions subsisting or proceedings pending against the Acquirers or its shareholders and the Directors. Further, there have been no actions taken and penalties levied by either by SEBI, RBI, or the Stock Exchange under the SEBI Act and regulations made thereunder, against the Acquirers, its shareholders and directors.

2. Details of Sellers

2.1. The details of the Sellers under the Share Purchase Agreement (SPA") are as follows:

Sr. No.	Name of the Seller	Nature of the Entity/ Individual	Registered Office/ Residential Address	Part of the Promoters /Promoters' Group	Details of Equity Shares / Voting Rights held by the Sellers: Pre-underlying Transaction Shareholding – No. of Equity Shares	%	Post-underlying Transaction Shareholding – No. of Equity Shares	%
1	Virat Sevantilal Shah	Individual	Room No. 18, Amrutlal Mansion, Plot No. 264/C L.N. Road, Near Podar College, Matunga East, Mumbai – 400019, Maharashtra India.	Yes	36,40,412	40.41	Nil	Nil
2	Alok Virat Shah	Individual		Yes	27,25,512	30.25	Nil	Nil

Notes:

i. Pursuant to the Open Offer and the consummation of the Underlying Transaction, the Acquirers will acquire control over the Target Company and will become the promoter of the Target Company in terms of SEBI (SAST) Regulations. Further pursuant to the Open Offer and the consummation of the Underlying Transaction, the Sellers (as well as other members of the promoters of the Target Company) shall cease to be the promoters of the Target Company in accordance with Regulation 31A of SEBI (LODR) Regulations.

ii. This table sets out details of equity Shares held by the Sellers which are agreed to be purchased by the Acquirers in accordance with the terms of the SPA.

iii. Sellers are not a part of any defined group.

2.2. None of the Sellers have been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

2.3. As on the date of the DPS, the Sellers have not been (i) categorized as willful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations; or (ii) categorized/declared as fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), as amended, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

3. Information about the Target Company:

3.1. The Target Company was incorporated as a public limited company on October 26, 1995, as "Shree Surgovind Tradelink Limited" under the provisions of the Companies Act. 1956 vide certificate of incorporation issued by Registrar of Companies, Gujarat. Subsequently, the name of the company was changed to RR Metalmakers India Limited pursuant to a fresh certificate of incorporation consequent upon change of name dated November 8, 2023 issued by Registrar of Companies, Mumbai. The corporate identification number ("**CIN**") of the Target Company is L51901MH1995PLC331822.

3.2. The registered office of the Target Company is situated at B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai- 400037, Maharashtra, India. **Tel. No.:** 022 6192 5555 / 56 | **Email ID:** cs@rrmetalmakers.com | **Website:** https://www.rrmetalmakers.com.

3.3. The Target Company is in the business of wholesale trading of steel and iron ores.

3.4. The Equity Shares of the Target Company are listed and traded on BSE Limited ("**BSE**") with Scrip ID as "RRMETAL" and Scrip code as "531667". The ISIN of the Target Company is INE117K01013. The Equity Shares of the Target Company are currently not suspended from trading on the Stock Exchange. Other than as mentioned above, the securities of the Target Company are not listed on any other stock exchange in or outside India.

3.5. The authorized share capital of the Target Company is ₹ 15,00,00,000 (Rupees Fifteen Crore only) comprising of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 9,00,88,240 (Rupees Nine Crore Eighty Eight Thousand Two Hundred Forty Only) comprising of 90,08,824 (Ninety Lakhs Eight Thousand Eight Hundred Twenty Four) Equity Shares of face value of ₹ 10/- each.

3.6. As of the date of this DPS, the total issued and paid-up equity share capital is as follows:

Particulars	No. of Equity Shares	% of Capital
Fully paid-up Equity Shares	90,08,824	100%
Partly paid-up Equity Shares/outstanding convertible securities (such as depository receipts, convertible debentures, warrants, convertible preference shares etc.)	Nil	Nil
ESOP vested or which shall vest	Nil	Nil
Voting Share Capital Total	**90,08,824**	**100%**

3.7. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended June 30, 2026, the Target Company has disclosed that: (i) there is only one class of Equity Shares and no Equity Shares with differential voting rights, (ii) there are no partly paid up Equity Shares; and /or (iii) outstanding convertible securities which are convertible into Equity Shares (including depository receipts and partly or fully paid-up convertible debentures, employee stock options, warrants); and/or it has not issued any convertible securities; (iv) there are no locked in Equity Shares of the Target Company, and (v) there are no Equity Shares held by promoters which are pledged or otherwise encumbered.

3.8. The Equity Shares of the Target Company are infrequently traded on BSE within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

3.9. The key financial information of the Target Company as extracted from its respective audited financial statements as of and for the financial years ended on March 31, 2024, March 31, 2025, and March 31, 2026, are as set out below:

(Amount in Lakhs)

Particulars	Financial Year ended: March 31, 2026 (Audited)	March 31, 2025 (Audited)	March 31, 2024 (Audited)
Total Revenue	8,739.41	5,250.82	9,680.37
Net Income	(66.58)	167.76	104.79
Earnings per Share (₹ per share)	(0.75)	1.86	1.17
Net worth/ Shareholders' funds	745.50	836.75	669.06

The financial information of the Target Company for FY 2026, 2025 and 2024 have been extracted from the annual report for the respective financial years which is available on the website of BSE at www.bseindia.com.

4. Details of the Offer

4.1. This Open Offer is a mandatory open offer made in compliance with Regulations 3(1) and 4 and other applicable Regulations of the SEBI (SAST) Regulations, triggered upon execution of the SPA to acquire more than 25% of the Equity Share Capital of the Target Company along with management and control over the Target Company by the Acquirers.

4.2. This Open Offer is being made by the Acquirers to the Public Shareholders to acquire up to 23,42,295 (Twenty Three Lakhs Forty Two Thousand Two Hundred Ninety Five) ("**Offer Shares**") representing 26.00 % of the Equity Share Capital of the Target Company at a price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share ("**Offer Price**") from the Public Shareholders of the Target Company, aggregating to a total consideration of ₹ 5,58,63,735.75 (Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only) (assuming full acceptance) ("**Offer Size**"), payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions as set out in PA, DPS and Letter of Offer ("**LOF**").

4.3. Post completion of the Underlying Transaction and the Open Offer, the Acquirers will collectively hold 87,08,219 Equity Shares representing 96.66% of the Equity Share Capital of the Target Company and shall be classified as a promoter of the Target Company in accordance with SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations**").

4.4. The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, together with all the rights attached thereto, including all the rights to dividends, bonuses and right offers declared thereof and in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the tendering Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.

4.5. All Public Shareholders (including resident or non-resident shareholders) must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India ("**RBI**") held by them, in the Offer and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Equity Shares tendered in this Offer. Further, if the Public Shareholders who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares held by them, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirers reserves the right to reject such Offer Shares.

4.6. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

4.7. This is not a competitive offer in terms of Regulation 20 of SEBI (SAST) Regulations.

4.8. This Offer is not pursuant to any global acquisition resulting in indirect acquisition of Equity Shares of the Target Company.

4.9. The Acquirers intend to retain the listing status of the Target Company and no delisting offer is proposed to be made.

4.10. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

4.11. There are no statutory and other approvals required to be obtained to complete the Underlying Transactions contemplated under the SPA or to complete this Open Offer other than as indicated in Part VI (Statutory and Other Approvals) below.

4.12. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that, for reasons outside the reasonable control of the Acquirers, the conditions specified in SPA as set out in Part II (Background of the Offer) or approvals specified in this DPS as set out in Part VI (Statutory and Other Approvals) below or those which become applicable prior to completion of the Open Offer are not received, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 working days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

4.13. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as on the date of this DPS, the Acquirers neither has any plans to dispose of or otherwise encumber any material assets of the Target Company in the next 2 (two) years, nor has formulated any proposal which may have an adverse material impact on the employees of the Target Company and the locations of its places of business except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances, except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company in accordance with the business requirements); or (ii) with the prior approval of the shareholders of the Target Company; or (iii) to the extent required for the purpose of restructuring and/or rationalization of assets, investments, liabilities or business of the Target Company; or (iv) in accordance with the decision of the board of directors and shareholders of the Target Company, as applicable.

4.14. As per Regulation 38A of the SEBI (LODR) Regulations read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"), the Target Company is required to maintain at least 25.00% (Twenty Five Percent) public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to completion of this Open Offer (assuming full acceptance of the Offer Shares) and the Underlying Transaction contemplated in the SPA, the public shareholding in the Target Company may fall below the minimum public shareholding ("**MPS**") requirement as per Rule 19A of SCRR read with SEBI (LODR) Regulations. If the MPS falls below 25% (Twenty Five Percent) of the Share capital, the Acquirers will comply with provisions of Regulation 7(4) of the SEBI (SAST) Regulations to maintain the MPS in accordance with the SCRR and the SEBI (LODR) Regulations. Any failure to comply with MPS requirement may lead to non-compliance of SCRR and SEBI (LODR) Regulations.

4.15. The Acquirers shall not be eligible to make a voluntary delisting offer under the SEBI (Delisting of Equity Shares) Regulations, 2021, unless a period of twelve months has elapsed from the date of completion of the Offer period as per regulation 7(5) of SEBI (SAST) Regulations.

4.16. The Manager to the Offer, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

1. The Acquirers have entered into SPA dated July 30, 2026 with the Sellers, pursuant to which the Acquirers have agreed to purchase 63,65,924 Equity Shares constituting 70.66% of the Equity Share Capital of the Target Company ("**Sale Shares**") from the Sellers, at a price of INR 23.85 per Equity Share and for an aggregate consideration of INR ₹ 15,18,27,287.40 *(Rupees Fifteen Crore Eighteen Lakhs Twenty Seven Thousand Two Hundred Eighty Seven and Paisa Forty Only)*, completion of which is subject to the satisfaction of certain conditions precedent under the SPA and Sellers have agreed to sell the Sale Shares in terms of the SPA. ("**Underlying Transaction**").

2. As a consequence of the execution of the SPA, this Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

3. The salient features of the SSA are as follows:

3.1. Subject to the terms and conditions agreed between the Parties to the SPA and their respective rights and obligations:

3.1.1. The Acquirers agree to purchase, and the Sellers agree to sell Sale Shares on the Share Purchase Closing Date, with full legal and beneficial title and free from Encumbrances with all rights attached to them at the agreed Consideration.

3.1.2. The details of SPA Sale Shares proposed to be sold by the Sellers to the Acquirers pursuant to SPA are as under:

Sr. No.	Name of the Seller	No. of Equity Shares	%
1	Virat Sevantilal Shah	36,40,412	40.41
2	Alok Virat Shah	27,25,512	30.25
	Total	**63,65,924**	**70.66**

3.2. The Sellers have provided customary warranties and indemnities to the Acquirers under the SPA. The Sellers are bound by customary standstill obligations between the Execution Date (as defined in the SPA) and the Closing Date (as defined in the SPA).

3.3. The consummation of the Underlying Transaction is subject to the fulfilment of the conditions precedent as specified under the SPA, including the following key conditions precedent:

3.3.1. The Parties hereto hereby agree that the Transaction contemplated in this Agreement shall be undertaken only upon compliance by the Parties with their respective obligations under the SEBI Takeover Regulations and other Applicable Laws with respect to Sale Shares.

3.3.2. The Acquirers shall be entitled to act upon this Agreement and may complete the acquisition of Sale Shares or voting rights in, or control of the Target Company as contemplated under Regulation 22(2) of the SEBI Takeover Regulations on deposit of entire consideration payable, under the Open Offer assuming full acceptance, in cash, in the Escrow Account.

3.3.3. The sale and purchase of the Sale Shares shall be undertaken by each of the Sellers and the Acquirers, as an off-market transaction and not through the trading and settlement mechanism of the Stock Exchange.

3.3.4. Each Seller shall: (a) deliver to its respective Depository Participant, duly executed DP Instructions for the transfer of the respective portion of the Sale Shares to the Acquirers Demat Account; (b) provide a copy of such DP Instructions to the Acquirers.

3.3.5. Target Company should have fulfilled all its export sales obligations to the customers identified in accordance with the respective purchase orders and Applicable Laws.

3.3.6. Each Party shall ensure that necessary compliances under FEMA as may be applicable to the Sellers, the Acquirers and the Company such as filing of Form FC-TRS are being undertaken in respect of Sale shares by the Sellers to the Acquirers.

3.4. Pursuant to the consummation of the transactions contemplated under the SPA, the Acquirers will acquire control over the Target Company and the Acquirers shall become the promoter of the Target Company in accordance with the provisions of the SEBI (LODR) Regulations. The SPA also sets forth the terms and conditions agreed between the Acquirers and the Sellers, and their respective rights and obligations.

3.5. The Sellers (along with each member of the existing promoters) will be re-classified as public with effect from the date of consummation of the Underlying Transaction in terms of Regulation 31A of the SEBI (LODR) Regulations.

3.6. **Termination of the SPA.** The SPA will terminate in the following key scenarios:

3.6.1. The SPA will automatically terminate on the Long Stop Date (as defined in the SPA) if the Conditions Precedent (as defined in the SPA) are not satisfied/waived on the Long Stop Date.

3.6.2. The SPA may be terminated by the Acquirers, at any time prior to the Long Stop Date (as defined in the SPA), if (i) the Target Company and/or any of the Sellers are declared insolvent, bankrupt, or are unable to pay their debts, or enter into a compromise or any arrangement with their creditors, or in the event that a trustee, receiver or liquidator or insolvency resolution professional is appointed to take over all or a substantial part of the Assets (as defined in the SPA) of the Target Company; (ii) the Acquirers become aware of any breach of the Representations (as defined in the SPA), or if either of the Sellers is unable to perform their respective obligations under the SPA or has breached or failed to perform his covenants, obligations, undertakings, terms or agreements set forth in this Agreement.

3.7. Upon termination of the SPA, amongst others: (i) the obligations of the Acquirers to purchase from

(Continued next page...)

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the Sellers, and the obligations of the Sellers to sell to the Acquirers, the Sale Shares shall terminate; (ii) the Acquirers may withdraw the Open Offer in accordance with Regulation 23 of the SEBI (SAST) Regulations.

3.8. The SPA also contains customary standard miscellaneous provisions such as confidentiality, notices, arbitration and governing laws and exclusive jurisdiction.

4. The prime objective of the Acquirers for the acquisition of Equity Shares is to have substantial stake in and control over the Target Company. Following the completion of the Open Offer, the Acquirers intend to acquire control and management of the Target Company. The Acquirers will continue the existing lines of business of the Target Company and may diversify its business activities in future into alternate or complimentary lines of business as deliberated by the Board of the Target Company and in compliance with applicable laws and regulations as well as with the prior approval of shareholders, as applicable.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the details of acquisition are as follows:

Details	Acquirer - 1		Acquirer - 2		Acquirer - 1	
	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital	No. of Equity Shares	% of the Expanded Share Capital
Equity Shareholding as on the PA date[1]	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares agreed to be acquired under SPA	55,35,924	61.45	4,15,000	4.61	4,15,000	4.61
Equity Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil	Nil	Nil
Equity Shares to be acquired in the open offer	17,42,295	19.34	3,00,000	3.33	3,00,000	3.33
Post Offer Shareholding *(On diluted basis, as on 10th working day after closing of tendering period)assuming 26% is tendered in the Open Offer*	72,78,219	80.79	7,15,000	7.94	7,15,000	7.94

1. *The Acquirers and their respective Directors do not hold any Equity Shares of the Target Company as on the date of this DPS.*
2. *Assuming full acceptance under the Offer*

IV. OFFER PRICE:

1. The Equity Shares of the Target Company are listed on BSE (Scrip symbol: RRMETAL, Scrip code: 531667)
2. The trading in the Equity Shares of the Target Company on BSE based on volume during the twelve calendar months prior to the month in which PA was made i.e. July 01, 2025 to June 30, 2026 is as set out below:

Stock Exchange	Total no. of Equity Shares traded during the twelve calendar months prior to the month of PA	Weighted average no. of total Equity Shares	Trading turnover (as % of total Equity Shares listed)
BSE	8,05,470	90,08,824	8.94%

Source: *www.bseindia.com*

3. Based on the above information, the Equity Shares of the Target Company are infrequently traded on the BSE in accordance with Regulation 2(1)(j) of the SEBI (SAST) Regulations.
4. The Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) per Equity Share is justified in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following:

Sr. No.	Particulars	Price (In ₹ per Equity Share)
A	The highest negotiated price per share of the target company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer;	23.85
B	The volume-weighted average price paid or payable for acquisitions, whether by the acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the public announcement;	Not Applicable
C	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the public announcement;	Not Applicable
D	The volume-weighted average market price of such shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period, provided such shares are frequently traded;	Not Applicable
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies;	23.85[1]
F	the per share value computed under sub-regulation (5), if applicable	Not Applicable[2]

(1) *Based on the valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India. email ID: maitrivaluation@gmail.com.*

(2) *Not applicable since the acquisition is not an indirect acquisition.*

5. The fair value of Equity Shares of the Target Company is ₹ 23.85 per Equity Share (Rupees Twenty Three and Paisa Eighty Five Only) as certified by valuation report dated July 30, 2026 issued by Maitri Valuation Private Limited, an independent Registered valuer (SFA) (Registration no. IBBI/RV-E/11/2023/184) having its office at E-501, Pramukh Oasis, Behind Swagat Flamingo, Sargasan, Gandhinagar, Gujarat, India, email ID: maitrivaluation@gmail.com.
6. In view of the parameters considered and presented in the aforesaid table, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of item numbers A to F above i.e., ₹ 23.85 per Equity Share. Accordingly, the Offer Price of ₹ 23.85 (Rupees Twenty Three and Paisa Eighty Five Only) is justified in terms of the SEBI (SAST) Regulations.
7. Since the date of the PA and as on the date of this DPS, there have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days before the commencement of the Tendering Period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
8. In the event of further acquisition of Equity Shares of the Target Company by the Acquirers during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, Acquirers shall not acquire any Equity Shares of the Target Company after the third Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period.
9. If the Acquirers acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.
10. The Acquirers are permitted to revise the Offer Price upward at any time up to one Working Day prior to the commencement of the Tendering Period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such upward revision in the Offer Price, the Acquirers shall make further deposits into the Escrow Account, make a public announcement in the same newspapers where the original Detailed Public Statement has been published and simultaneously inform SEBI, NSE, BSE and Target Company at its registered office of such revision.
11. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers shall comply with Regulation 18 of SEBI (SAST) Regulations and all other applicable provisions of SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

V. FINANCIAL ARRANGEMENTS:

1. The total funding requirements for this Offer is INR ₹ 5,58,63,735.75 (Indian Rupees Five Crore Fifty Eight Lakhs Sixty Three Thousand Seven Hundred Thirty Five and Paisa Seventy Five Only), assuming full acceptance of the Offer i.e., Maximum Open Offer Consideration.
2. In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an escrow account under the name and style of "RR Metalmakers India Limited – Open Offer - Escrow Account" (**"Escrow Account"**) with "Axis Bank Limited", at their Law Garden Main Branch, Ahmedabad. (**"Escrow Banker"**) pursuant to an escrow agreement dated July 30, 2026 (**"Escrow Agreement"**). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 1,40,00,000/- (Rupees One Crore Forty Lakhs Only) in the Escrow Account, which is more than 25% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated August 3, 2026.
3. The Acquirers have duly authorized the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.
4. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Open Offer and have made firm financial arrangements for fulfilling the payment obligations under this Open Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations and the Acquirers are able to implement this Open Offer.
5. After considering the aforementioned, CA Swetang Raval, (ICAI Membership No. 136745) Partner of S. V. Raval & Co., Chartered Accountants (ICAI FRN: 131844W) having its office at 515, Vraj Valencia, B/h. Mahindra Showroom, Nr. Sola Bridge, Science City Road, Sola, Ahmedabad - 380060, Gujarat, India. Email ID: casvraval@gmail.com by their certificate dated July 31, 2026 bearing UDIN 26136745NCJUPG3414 have certified that the Acquirers have made firm financial arrangements to meet its financial obligations under the Open Offer.
6. Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that firm arrangement for the funds and money for payment through verifiable means are in place to fulfill the obligation under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

1. As of the date of DPS, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction and this Open Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
2. Non-resident equity shareholders who wish to tender their equity shares in the Target Company in this Offer will be required to submit all the applicable RBI approvals that they would have obtained for acquiring the Equity Shares of the Target Company. In the event such RBI approvals are not submitted, the Acquirers reserves the sole right to reject the Equity Shares tendered in the Offer.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. Subject to the receipt of the statutory and other approvals, if any, the Acquirers shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirers.
5. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI may, if satisfied that the delay in receipt of requisite approval was not due to any willful default or neglect on the part of the Acquirers to diligently pursue the application for the approval, grant extension of time to the Acquirers for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers agreeing to pay interest for the delayed period as directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. There are no conditions stipulated in the SPA between the Sellers and the Acquirers, the meeting of which would be outside the reasonable control of the Acquirers and in view of which the Offer might be withdrawn under regulation 23(1)(c) of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activity	Day and Date
Issue of Public Announcement	Thursday, July 30, 2026
Publication of this DPS in newspapers	Thursday, August 6, 2026
Last Date of filing of Draft Letter of Offer with SEBI	Thursday, August 13, 2026
Last date for Public Announcement for competing offer	Monday, August 31, 2026
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Friday, September 4, 2026
Identified Date*	Tuesday, September 8, 2026
Last date for dispatch of the Letter of Offer to the Public Shareholders	Wednesday, September 16, 2026
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Friday, September 18, 2026
Last date for upward revision of the Offer Price and/or the offer Size	Monday, September 21, 2026
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, September 22, 2026
Date of commencement of Tendering Period (Offer opening Date)	Wednesday, September 23, 2026
Date of Closure of Tendering Period (Offer Closing Date)	Wednesday, October 7, 2026
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Thursday, October 22, 2026
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, October 29, 2026
Last Date of Filing the Final report to SEBI	Thursday, October 29, 2026

**The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.*

***Identified Date** is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, Sellers and promoters of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.*

VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

1. All the Public Shareholders of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time from Offer opening date to the Offer closing date (**"Tendering Period"**) for this Open Offer.
2. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired Equity Shares after the Identified Date or those who have not received the Letter of Offer, may also participate in this Open Offer may also participate in this Open Offer by submitting an application on a plain paper giving details set out in the Letter of Offer. In the alternate, such holders of the Equity Shares of the Target Company may apply in the form of acceptance-cum acknowledgement in relation to this Open Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (www.sebi.gov.in) and from the Registrar to the Offer. The application is to be sent to the Registrar to the Open Offer at any of the collection centers that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the tendering period of this Open Offer, together with the depository participant (**"DP"**) name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**).
3. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
4. The LOF shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an Open Offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations.
6. The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer – 1 being a person resident outside India is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares, as specified in chapter 4 of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 (**"SEBI Master Circular"**). Therefore, the Acquirers will acquire the Offer Shares through the off-market route in accordance with the "tender offer method" prescribed by SEBI, in accordance with paragraph 2 of Chapter 4 of the SEBI's Master Circular.
7. All Public Shareholders holding Equity Shares in dematerialized form, who wish to accept the Offer and tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the special depository account (**"Escrow Demat Account"**) in accordance with the procedure as set out in the Letter of Offer. The Public Shareholders shall then send the details of Equity Shares tendered together with the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP to the Registrar to the Open Offer during business hours on or before 4:00 p.m. on the date of closure of the Tendering Period. Public Shareholders holding shares in demat form are not required to submit the Form of Acceptance-cum-Acknowledgment to the Registrar.
8. In case of non-receipt of the required documents, but receipt of the equity shares in the Escrow Demat Account, the Offer may be deemed to have been accepted by the Public Shareholder. Any form of acceptance in respect of dematerialized Equity Share not credited to the Open Offer Escrow Demat Account on or before the date of closure of the Tendering Period is liable to be rejected.
9. The Acquirers have appointed Pravin Ratilal Share and Stock brokers Limited (**"Buying Broker"**) as their broker for the Open Offer through whom the purchases of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

   Name: Pravin Ratilal Share and Stock Brokers Limited

   Address: Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009

   Tel No.: 079-26553758 | **Email:** info@pravinratilal.com | **Website:** http://www.prssb.com/

   Contact Person: Neha Jain **SEBI Reg. No:** INZ000206732
10. All Public Shareholders holding Equity Shares in physical form, who wish to accept the Offer and tender their Equity Shares can send/deliver the form of acceptance-cum-acknowledgment (which will be annexed to the Letter of Offer) duly signed along with all the relevant documents at the collection center of the Registrar to the Open Offer mentioned in the Letter of Offer on or before the date of closure of the Tendering Period in accordance with the procedure as set out in the Letter of Offer. The envelope should be super-scribed "RR Metalmakers India Limited - Open Offer".
11. The Public Shareholders may also download the Letter of Offer from the SEBI's website i.e. www.sebi.gov.in or Manager to the Offer website i.e. www.vivro.net or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
12. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.

IX. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER THAT WOULD BE MAILED TO THE SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE.

X. OTHER INFORMATION:

1. The Acquirers and their respective directors accept full responsibility for the information contained in this DPS and PA (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers) and undertake that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations in respect of this Offer.
2. The information pertaining to the Target Company and/or the Sellers contained in the PA or this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer have been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources which has not been independently verified by the Acquirers or the Manager to the Offer. The Acquirers and the Manager do not accept any responsibility with respect to such information relating to the Target Company and/or the Sellers.
3. This PA is available and this DPS is expected to be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net.
4. In this DPS, all references to (i) "₹" or "INR" or Rs. are references to Indian Rupee(s); and (ii) "GBP" or "£" are references to Great Britain Pound(s).
5. Pursuant to Regulation 12 of SEBI (SAST) Regulations, Acquirers have appointed Vivro Financial Services Private Limited, as the Manager to the Offer as per the details below:

   VIVRO

   VIVRO FINANCIAL SERVICES PRIVATE LIMITED
   Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007, Gujarat, India. | **Tel No.:** 079- 4040 4242
   CIN: U67120GJ1996PTC029182;
   Email: investors@vivro.net | **Website:** www.vivro.net
   SEBI Reg. No.: MB/INM000010122 | **Contact Person:** Shivam Patel
5. The Acquirers have appointed Adroit Corporate Services Private Limited as the Registrar to the Offer as per the details below:

   adroit

   Adroit Corporate Services Private Limited
   Address: 18-20, Jaferbhoy Industrial Estate, 1st Floor, Makawana Road, Marol Naka, Andheri (East), Mumbai 400 059 | **Tel No.:** 022 42270449
   CIN: U67190MH1994PTC079160
   Email: haraprasadn@adroitcorporate.com | **Website:** www.adroitcorporate.com
   SEBI Reg. No. INR000002227 | **Contact Person:** Mr. Hara Prasad Nahak
6. This DPS and the PA shall also be available on SEBI's website at www.sebi.gov.in and on the website of Manager to the Offer at www.vivro.net

Issued by Manager to the Offer on behalf of the Acquirers

For, RB International Holdings Limited		
Sd/-	Sd/-	Sd/-
Ashmeet Singh Kandhari Director (Acquirer 1)	Suyog Yogesh Desai (Acquirer 2)	Nikita Suyog Desai (Acquirer 3)

Place: London, United Kingdom
Date: August 05, 2026

AdBaaz

चौगुले स्टीमशिप्स लिमिटेड

सीआयएन : एल६३०९०जीए१९६३पीएलसी०००००२
नोंदणीकृत कार्यालय : ५०३, ५ वा मजला, गॅस्वार अपार्टमेंट, वास्को दी गामा, साऊथ गोवा – ४०३८०२, भारत, दू : (+९१ २२) २५३० २०३०
वेबसाईट : www.chowgulesteamships.co.in, ई-मेल : compliance@chowgulesteamships.co.in

३०/०६/२०२६ रोजी संपलेल्या तिमाहीसाठी अलेखापरिक्षित अलिप्त वित्तीय निष्कर्षांचे विवरण

(रु. लाखांत)

तपशील	अलिप्त			
	संपलेली तिमाही			संपलेले वर्ष
	३०.०६.२०२६	३१.०३.२०२६	३०.०६.२०२५	३१.०३.२०२६
	अलेखापरिक्षित	अलेखापरिक्षित	अलेखापरिक्षित	लेखापरिक्षित
एकूण उत्पन्न	१११.३५	१२०.४६	१६५.२७	५८३.६२
करपूर्व नफा/(तोटा)	६८.५२	(५.५३)	३१.१०	९२.३८
करोत्तर नफा/(तोटा)	६३.८१	(८६.५५)	२७.९८	(१४.००)
कालावधीसाठी एकूण सर्वसमावेशक उत्पन्न (कालावधीसाठी करोत्तर नफा आणि करोत्तर इतर सर्वसमावेशक उत्पन्न धरून)	६३.८१	(८७.३३)	२७.९८	(१४.७८)
भरणा झालेले समभाग भांडवल (दर्शनी मूल्य रु. १०/- प्रती समभाग)				
प्रती समभाग प्राप्ती (प्रत्येकी रु. १०/- चे) (*अवार्षिक)				
(ए) मूलभूत	*०.१८	*(०.२४)	*०.०८	(०.०४)
(बी) सौम्यिकृत	*०.१८	*(०.२४)	*०.०८	(०.०४)

टीपा :
१. कंपनी केवळ एका व्यवसाय विभागात कार्य करते म्हणजेच शिपिंग.
२. आवश्यकतेनुसार मागील वर्षाच्या आकडेवारीचे पुनर्गठन केले आहे.
३. वरील निष्कर्ष लेखापरीक्षण समितीने पुनर्विलोकित केले आणि ४ ऑगस्ट, २०२६ रोजी झालेल्या त्यांच्या बैठकीत संचालक मंडळाने मंजूर करून अभिलिखित केले.
४. ३० जून, २०२६ रोजी संपलेल्या तिमाहीसाठीचे निष्कर्ष कंपनीची वेबसाईट www.chowgulesteamships.co.in आणि बीएसई लिमिटेड ची वेबसाईट www.bseindia.com/corporates वर उपलब्ध आहेत.

चौगुले स्टीमशिप्स लिमिटेड
च्या संचालक मंडळाच्या वतीने आणि साठी
विजय चौगुले
अध्यक्ष

ठिकाण : मुंबई
दिनांक : ०४ ऑगस्ट, २०२६

SBI State Bank of India

होम लोन सेंटर, बेलापूर:– सीबीडी बेलापूर रेल्वे स्टेशन कॉम्प्लेक्स, टॉवर क्र. ०४, ५ वा मजला, सी.बी.डी. बेलापूर, नवी मुंबई–४००६१४, दूरध्वनी: ०२२–२७८३४४५१ ई–मेल:– sbi.14677@sbi.co.in

मागणी सूचना

याद्वारे सूचना देण्यात येते की, खालील कर्जदार, सह-कर्जदार आणि हमीदार यांनी बँकेकडून त्यांनी घेतलेल्या कर्ज सुविधेची मुद्दल आणि व्याजाचा परतावा करण्यास कसूर केली आहे आणि कर्ज नॉन परफॉर्मिंग ॲसेट्स (एनपीए) म्हणून वर्गीकृत करण्यात आले आहे. त्यांच्या शेवटच्या ज्ञात पत्त्यावर सिक्युरिटायझेशन ॲण्ड रिकन्स्ट्रक्शन ऑफ फायनान्शियल ॲसेट्स ॲण्ड एन्फोर्समेंट ऑफ सिक्युरिटी इंटरेस्ट ॲक्ट, २००२ च्या कलम १३(२) अंतर्गत सूचना त्यांना जारी करण्यात आल्या होत्या, परंतु त्या न बजावता परत आल्या म्हणून त्यांना सदर जाहीर सूचनेच्या मार्गाने याद्वारे कळविण्यात येत आहे.

अ. क्र.	कर्जदारांचे नाव/ व खाते क्र.	स्थावर मालमत्तेच्या समन्यायी गहाण	सूचनेची तारीख	एनपीए तारीख	सूचनेच्या तारखेरोजीस थकीत रक्कम
१.	श्री. राघे नंदन सौ. एल. प्रभाशंकर एल. उपाध्याय शैक्षणिक कर्ज कर्ज खाते क्र. ३७१८७४६७७८४	अभिदर्शन होम्स, बी टाईप बिल्डिंग, सी विंग, फ्लॅट क्र. ४०४, ४ था मजला, मौजे टिटवाळा, ता. कल्याण, जि. ठाणे, सर्व्हे क्र. १६२, हिस्सा क्र. १/१, ५५, २, सर्व्हे क्र. १६३, सर्व्हे क्र. १६५, हिस्सा क्र. १/१, टिटवाळा–४२१२०४ येथे स्थित.	०६.०७.२०२६	२३.०५.२०२६	रु. १७,१६,२००/- (रुपये सतरा लाख सोळा हजार दोनशे मात्र)
२.	श्री. विलास दिवाकर साळवे गृहकर्ज कर्ज खाते क्र. ३५७१५३६१५१७	फ्लॅट क्र. ७०३, ७ वा मजला, नक्षत्र, प्लॉट क्र. बी–१९, सेक्टर क्र. ८, उलवे, पनवेल, रायगड–४१०२०६ .	२८.०७.२०२६	१६.१२.२०२५	रु. ३३,२०,२८८.००/- (रुपये तेहेतीस लाख वीस हजार दोनशे अठ्ठ्याऐंशी मात्र) २८/०८/२०२६ रोजी

पर्यायी सूचना देण्यासाठी पावले उचलली जात आहेत. वरील कर्जदार आणि/किंवा त्यांचे हमीदार यांना सदर सूचना प्रसिद्धी तारखेपासून ६० दिवसांत थकबाकी रक्कम अदा करण्यासाठी बोलाविण्यात येत आहे, अन्यथा सिक्युरिटायझेशन ॲंड रिकन्स्ट्रक्शन ऑफ फायनान्शियल ॲसेट्स ॲंड एन्फोर्समेंट ऑफ सिक्युरिटी इंटरेस्ट ॲक्ट, २००२ च्या कलम १३ च्या उपकलम (४) अन्वये सदर सूचनेच्या ६० दिवसांच्या समाप्तीनंतर पुढील पावले उचलण्यात येतील.
तारण मालमत्तेच्या विक्रीसाठी उपलब्ध वेळेच्या संदर्भात ॲक्टच्या कलम १३ च्या उपकलम (८) च्या तरतुदीकडे कर्जदारांचे लक्ष वेधण्यात येत आहे.
सिक्युरिटायझेशन ॲंड रिकन्स्ट्रक्शन ऑफ फायनान्शियल ॲसेट्स ॲंड एन्फोर्समेंट ऑफ सिक्युरिटी इंटरेस्ट ॲक्ट, २००२ च्या कलम १३(२) अंतर्गत स्टेट बँक ऑफ इंडिया यांच्या अधिकृत अधिकाऱ्यांद्वारे जारी करण्यात आलेल्या पूर्वीच्या सूचना मागे घेण्यात येत असून त्या अमान्य मानण्यात येतील.

दिनांक : ०६.०८.२०२६
ठिकाण : नवी मुंबई

सही/–
प्राधिकृत अधिकारी, स्टेट बँक ऑफ इंडिया

प्रत्यक्ष कब्जा सूचना

ICICI Bank शाखा कार्यालय : आयसीआयसीआय बँक लि., ऑफिस नंबर २०१–बी, २ रा मजला, रोड क्र. १, प्लॉट क्र.बी–३, वायफाय आयटी पार्क, वागळे इंडस्ट्रियल इस्टेट, ठाणे (पश्चिम) – ४००६०४.

आयसीआयसीआय बँकेचे प्राधिकृत अधिकारी यांनी सिक्युरिटायझेशन ॲन्ड रिकन्स्ट्रक्शन ऑफ फायनान्शिअल ॲसेटस् ॲन्ड एन्फोर्समेंट ऑफ सिक्युरिटी इंटरेस्ट ॲक्ट, २००२ आणि कलम १३(१२) सहवाचता सिक्युरिटी इंटरेस्ट (एन्फोर्समेंट) रूल्स, २००२ च्या नियम ३ अन्वये प्राप्त अधिकारांचा वापर करून मागणी सूचना जारी करून खालील नमूद कर्जदारांस सूचनेतील नमूद रकमेची परतफेड सदर सूचना प्राप्तीच्या ६० दिवसांत करण्यास सांगितले होते.
रकमेची परतफेड करण्यास कर्जदार असमर्थ ठरल्याने, कर्जदार आणि सर्वसामान्य जनतेस याद्वारे सूचना देण्यात येते की, निम्नस्वाक्षरीकारांनी खाली वर्णन करण्यात आलेल्या मिळकतींचा कब्जा त्याला/तिला प्रदान करण्यात आलेल्या अधिकारांचा वापर करून सदर ॲक्टच्या कलम १३(४) अंतर्गत सहवाचता सदर रूल्सच्या नियम ८ अन्वये खालील नमूद तारखेस घेतला आहे.
विशेषत: कर्जदार आणि सर्वसामान्य जनतेस याद्वारे इशारा देण्यात येतो की, सदर मिळकतींशी कोणताही व्यवहार करू नये आणि सदर मिळकतींशी करण्यात आलेला कोणताही व्यवहार हा आयसीआयसीआय बँक लिमिटेडच्या भाराअधीन राहील.

अ. क्र.	कर्जदारांचे नाव/ कर्ज खाते क्रमांक	मिळकतीचे वर्णन/ प्रत्यक्ष कब्जाची तारीख	मागणी सूचनेची तारीख/ मागणी सूचनेतील रक्कम (रू.)	शाखेचे नाव
१.	प्रवीण सोमा जोंगडिया व हंसा जोंगडिया / एलबीव्हीआरआर००००५८२७३१७	फ्लॅट क्र. ५०४, ५ वा मजला, ई विंग, ''अगरवाल सॉलिटेअर'' बिल्डिंग क्र. ०२, सेक्टर २, ''अगरवाल सॉलिटेअर को–ऑपरेटिव्ह हौसिंग सोसायटी लि.'', एव्हरशाईन टाऊनशिप, सर्व्हे क्र. ९, हिस्सा क्र. १, २, ३/१, ३/२, ४, सर्व्हे क्र. ७०, हिस्सा क्र. ४, ५/१, विरार (पश्चिम), गाव डोंगरे (जुने नारिंगी), ता. वसई, जि. पालघर–४०१३०३ / ३१ जुलै, २०२६	जुलै ३०, २०२४ रु. १,०२,१०८/-	पालघर
२.	प्रवीण सोमा जोंगडिया व हंसा जोंगडिया / टीबीव्हीआरआर००००५८१९०४०	फ्लॅट क्र. ५०४, ५ वा मजला, ई विंग, ''अगरवाल सॉलिटेअर'', बिल्डिंग क्र. ०२, सेक्टर २, ''अगरवाल सॉलिटेअर को–ऑपरेटिव्ह हौसिंग सोसायटी लि.'', एव्हरशाईन टाऊनशिप, सर्व्हे क्र. ९, हिस्सा क्र. १, २, ३/१, ३/२, ४, सर्व्हे क्र. ७०, हिस्सा क्र. ४, ५/१, विरार (पश्चिम), गाव डोंगरे (जुने नारिंगी), ता. वसई, जि. पालघर–४०१३०३ / ३१ जुलै, २०२६	जुलै ३०, २०२४ रु. ३१,३०,८२३/-	पालघर
३.	मोहित माणिक भांडवलकर व मंदा माणिक भांडवलकर / एलबीएमयूएम००००५४११९४१	फ्लॅट क्र. २०५, २ रा मजला, बिल्डिंग–बी, ''रामचंद्र कॉम्प्लेक्स'', ''साई कृपी व्हॅली फेज–१'', साई बाबा मंदिराजवळ, दिवा–शिळ रोडलगत, सर्व्हे क्र. २०८, हिस्सा क्र. ८/बी, गाव ठाकळे, खर्डी दिवा पूर्व, ठाणे–४००६१२ / ०१ ऑगस्ट, २०२६	मे ०७, २०२४ रु. २२,८५,५६९/-	ठाणे

वरील नमूद कर्जदार/हमीदारांस याद्वारे ३० दिवसांत रकमेचा भरणा करण्यास सूचना देण्यात येत आहे. अन्यथा गहाण मिळकती सिक्युरिटी इंटरेस्ट (एन्फोर्समेंट) रूल्स, २००२ च्या नियम ८ आणि ९ च्या तरतुदी अंतर्गत सदर सूचना प्रकाशनाच्या ३० दिवसांच्या समाप्तीनंतर विकण्यात येतील.

दिनांक : ऑगस्ट ०६, २०२६
स्थळ : पालघर व ठाणे

सादर प्राधिकृत अधिकारी,
आयसीआयसीआय बँक लि. करिता