



REIL ELECTRICALS INDIA LIMITED

Registered off:- 8-2-409, Road No.6, Banjara Hills,
Hyderabad-500 034, Telangana,
CIN: U31909TG1973PLC015448, Email id : cs@reilindia.com

LETTER OF OFFER

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Letter of Offer is being sent to you, the registered shareholder of REIL ELECTRICALS INDIA LIMITED (the "Company") as on the **Record Date** i.e Friday, January 06, 2023 ("Eligible Shareholders"), in accordance with Companies Act, 2013 read with The Companies (Share Capital and Debentures) Rules, 2014, for the time being in force including any statutory modifications and amendments from time to time ("Buy-back Regulations"). If you require any clarifications regarding the action to be taken, you may, consult the Registrar to the Buy-back.

TENDER OFFER

AT

INR. 40/- (Forty Only) per Share to buy back the fully paid-up Equity shares of the Company not exceeding 7,55,000 (Seven Lakh Fifty-Five Thousand) Representing up to 20% of the total paid-up Equity Shares as on March 31, 2022 (Latest audited financials as on September 30, 2022).

OF

REIL ELECTRICALS INDIA LIMITED

In accordance with the Companies Act, 2013 Read with The Companies (Share Capital and Debentures) Rules, 2014 as amended from time to time

OFFER OPENS ON: MONDAY, JANUARY 16, 2023

OFFER CLOSSES ON: TUESDAY, JANUARY 31, 2023

REGISTRAR TO THE COMPANY:



Aarthi Consultants Private. Limited

1-2-285, Domalguda,
Hyderabad, Telangana-500 029
Telephone: +91 40 27638111 27634445
Fax: +91 40 2763 2184
Email ID: info@aarthiconsultants.com
Website: www.aarthiconsultants.com

1. DEFINITIONS:

- (a) "The Act" The Companies Act, 2013
- (b) "The Company" REIL ELECTRICALS INDIA LIMITED
- (c) "Shares" Fully paid up Equity shares of the Company
- (d) "Offer Price" Price at which shares will be bought back from the Shareholders i.e. INR. 40/- (Forty Only) per share.
- (e) "RBI" Reserve Bank of India
- (f) "ROC" Registrar of Companies, Telangana
- (g) Rules The Companies (Share Capital and Debentures) Rules, 2014

2. BRIEF INFORMATION OF THE COMPANY:

REIL ELECTRICALS INDIA LIMITED is a Company incorporated under the provisions of Companies Act, 1956 on 11/04/1973 in the state of Telangana vide CIN: U31909TG1973PLC015448 under the name and style "**REIL ELECTRICALS INDIA LIMITED**" issued by the Registrar of Companies.

REGISTERED OFFICE:

The registered office of the Company is situated at 8-2-409, Road No.6 Banjara Hills Hyderabad- 500034, Telangana.

MAIN OBJECTS:

The main objects of the Company are

- a. To manufacture, purchase, prepare, assemble, buy, sell, re-sell exchange, alter, hire, let en hire, export, import, distribute or otherwise deal in and generally, carryon business in Generators, Alternators, Starter Motor Assemblies Voltage Regulators and components In respect thereof for use in connection with or in relation to industries of all descriptions and in particular for use in electric motors of every description, including automobiles, omnibuses, tractors, tillers, motor cycles, mopeds, scooters, electrical equipment of every description, generators of every description, railways alternators, ships of every description including submarines, aircrafts of every description power tools, appliances
- b. To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market, import or export and otherwise deal in all kinds of plant, machinery, apparatus, tools, utensils, substances, material and things necessary or convenient for carrying on any of the above specified business or proceeding or usually dealt in by persons engaged in the line.
- c. To carry on all or any of the business of engineers, iron, brass and other metal founders, machinists, tool makers, wire drawers, tube, pipe, and tank manufacturers, moulders, metallurgists and metal workers, fitters, millwrights, galvanizers, electroplaters, enamellers, saddlers, annealers, electrical engineers, gas workers painters, solid workers, printers, packing case workers, vehicle builders, carriers, dealers in steel frame, framers, automobiles consultants, pattern makers, refiners, and merchants and to buy, sell, manufacture, repair, convert, alter, export, import, distribute, hire, let on hire and deal in machinery, implement, rolling stock and hardware of all kinds.

AUTHORISED SHARE CAPITAL:

The Present Authorized share Capital of the Company is Rs. 8,00,00,000 /- (Rupees Eight Crores Only) divided into 40,00,000 Equity Shares of Rs.10/- each and 4,00,000 - 15% Redeemable Cumulative Preference Shares of Rs.100/- each.

PAID UP SHARE CAPITAL:

The Present Paid Up share Capital of the Company is Rs. 3,77,50,000/- (Indian Rupees Three Crore Seventy Seven Lakh Fifty Thousand Only) divided into 37,75,000 (Thirty Seven Lakh Seventy Five Thousand) Equity Shares of face value Rs. 10/- (Rupees Ten only) each;

3. DETAILS OF OFFER OF BUY-BACK:

REIL ELECTRICALS INDIA LIMITED hereby announces its intention to buy-back the fully paid-up Equity shares of the Company not exceeding 7,55,000 (Seven Lakh Fifty-Five Thousand) through a Tender Offer from shareholders of the Company at a price of INR 40/- (Forty Only) per share, payable by way of cheque/ RTGS/NEFT or any form of electronic transfer. The buy-back is being made in accordance with the provisions of Companies Act, 2013 read with the rules made thereunder.

The total amount to be expended towards the buy-back is INR. 3,02,00,000/- (Indian Rupees Three Crores Two Lakhs Only) representing 19.93 % of the total paid-up Equity share capital and free reserves, including Securities Premium account of the Company as on 30.09.2022. (excluding transaction costs, applicable taxes and other incidental and related expenses).

4. PROPOSED TIME-TABLE FOR COMPLETION OF THE BUY-BACK OFFER:

Activity	Date
Board Meeting	January 09, 2023
Filing of draft Letter of Offer with the Registrar of Companies	January 09, 2023
Dispatch of Letter of offer to the Shareholders	January 11, 2023
Opening of the Buy Back offer	January 16, 2023
Closure of the Buy Back Offer	January 31, 2023
Completion of verification, etc	On or before February 07, 2023
Payment for accepted shares	On or before February 10, 2023
Extinguishment of share certificates	February 21, 2023

5. AUTHORITY FOR BUY BACK:

Pursuant to Section 68 and other applicable provisions of the Companies Act, 2013 and pursuant to Article 11A of the Articles of Association of the Company, the present buy back is authorized by a Board resolution passed by the Directors of the Company in their meeting held on November 29, 2022, January 09, 2023 and Special Resolution passed by Members on December 30, 2022 through general meeting held via postal ballot (through E-voting).

6. NECESSITY FOR THE BUY BACK:

The Buy-back is being undertaken by the Company to return surplus funds to its Shareholders, which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost-efficient manner.

7. PROCESS TO BE ADOPTED FOR THE BUY BACK:

The Company has opted for tender offer method for buy back, through opening a separate bank account and depositing a earmarked money for buy back and the consideration will be paid out of the said account to eligible applicants on the basis of bid/ tender and the entire process is governed by Section 68 of the Companies Act, 2013 and other applicable provisions read with The Companies (Share Capital and Debentures) Rules, 2014 and Articles of Association of the Company.

8. THE MINIMUM AND MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUY BACK:

The Company proposes to buy back a maximum of 7,55,000 (Seven Lakh Fifty-Five Thousand) at the offer price INR. 40/- (Indian Rupees Forty Only) per share including face value, payable in cash for an aggregate consideration not exceeding INR. 3,02,00,000/- (Indian Rupees Three Crores Two Lakhs Only) (excluding transaction costs, applicable taxes and other incidental and related expenses). There is no minimum limit for the proposed buy back.

9. SOURCES OF FUNDS FROM WHICH THE BUY BACK WOULD BE MADE AND THE COST OF FINANCING THE BUY BACK:

The total amount to be expended towards the buy-back is INR. 3,02,00,000/- (Indian Rupees Three Crores Two Lakhs Only) representing 19.93% of the total paid-up share capital and free reserves, including

Securities Premium account of the Company as on September 30, 2022. This amount will be funded out of the eligible balance lying in the Free Reserves, Securities Premium a/c as on September 30, 2022 and no borrowing and/or finance cost is envisaged.

10. FINANCIAL INFORMATION:

(in Lakhs)

Particulars	Year ended March 31, 2022 (Audited)	Year ended March 31, 2021 (Audited)	Year ended March 31, 2020 (Audited)
Total Income	685.68	737.44	1,469.70
Total Expenses	663.01	708.53	1447.53
Profit/ (Loss) before tax	22.67	28.91	22.17
Profit/ (Loss) after tax	25.92	25.65	14.06
Share Capital	377.50	377.50	377.50
Reserves & Surplus	1188.21	1256.67	1231.02
Net worth	1,565.71	1,634.17	1,608.52
EPS (Basic) (RS)	0.69	0.68	0.37

11. PRESENT SHARE CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

The Present Paid Up share Capital of the Company is Rs. 3,77,50,000 /- (Indian Rupees Three Crore Seventy Seven Lakh Fifty Thousand Only) divided into 37,75,000 (Thirty Seven Lakh Seventy Five Thousand) Equity Shares of face value Rs. 10/- (Rupees Ten only) each;

THE CURRENT EQUITY SHAREHOLDING PATTERN OF THE COMPANY IS GIVEN BELOW:

NAME OF SHAREHOLDER	as at January 09, 2023	
	NO. OF SHARES HELD	% OF HOLDING
Equity shares of INR 10 each		
Directors & Promoters	37,18,475	98.5%
Non-Resident Holdings	--	--
Public Shareholding	56,525	1.5%
TOTAL	37,75,000	100%

12. CAPITAL STRUCTURE INCLUDING DETAILS OF OUTSTANDING CONVERTIBLE INSTRUMENTS, IF ANY, POST BUY BACK:

Post Buy-back, the capital structure would consist of 30,20,000 (Thirty Lacs Twenty Thousand) Equity shares.

13. THE AGGREGATE SHAREHOLDING OF THE PROMOTERS AND DIRECTORS OF THE COMPANY AS ON THE DATE OF THE NOTICE CONVENING THE BOARD MEETING:

NAME OF SHAREHOLDER	as at November 22, 2022	
	NO. OF SHARES HELD	% OF HOLDING
Equity shares of INR 10 each		
Directors & Promoters	37,18,475	98.5%
Non-Resident Holdings	--	--
Public Shareholding	56,525	1.5%
TOTAL	37,75,000	100%

14. The aggregate number of shares purchased or sold by persons mentioned in para 13 above during a period of 12 months preceding the date of the public announcement and from the date of public announcement to the date of the letter of offer' and the maximum and minimum price at which purchase and sales referred to above were made along with the relevant date: **NIL**

15. DETAILS OF BANK ACCOUNT AND AMOUNT TO BE DEPOSITED THEREIN:

Bank Account:-

On closure of the offer, the amount will be deposited with "REIL Electricals India Limited Buy Back A/c. No. 50200076888244", with HDFC Bank Limited, Maredpally Branch, Hyderabad towards the buyback of 7,55,000 (Seven Lakh Fifty Five Thousand) of Equity Shares.

Escrow Demat Account Buyback :-

The company has opened an Escrow demat account for the purpose of buying back the shares in off market mode from the shareholders holding shares in demat form. The details of the Escrow Demat account is as under:-

Special Depository Account Name	REIL Electricals India Limited
Name of the Depository Participant	STOCK Holding Corporation of India Limited
Name of the Depository	National Securities Depository Limited (NSDL)
Depository Participant Identification Number	IN301330
Client Identification Number	41272506
ISIN Number	INE814K01015

After completion of Buy-back, the shares held in this account and bought back shall be extinguished by the Company.

16. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF BUY BACK ON THE COMPANY'S EARNINGS, PROMOTERS' HOLDINGS AND ANY CHANGE IN MANAGEMENT STRUCTURE.

IMPACT OF BUY BACK ON COMPANY'S EARNINGS:

Consequent upon proposed buy back of shares of the Company, the Company does not anticipate any significant change in the earnings from its business.

IMPACT OF BUY BACK ON PROMOTERS HOLDINGS:

The proposed buy back shall not have any major impact on promoters' holdings other than their reduction in holdings.

IMPACT OF BUY BACK ON MANAGEMENT STRUCTURE OF THE COMPANY:

No change in the management structure is envisaged because of the buy back.

17. PRE-AND POST-DEBT RATIOS:

The Company has debt as on the specified date but the same shall not affect the post debt-equity ratio and it is below the statutory requirement of 2:1.

18. REPORT FROM THE AUDITORS:

Report November 29, 2022 of M/s Venugopal & Chenoy, Chartered Accountants, the Statutory Auditors of the Company addressed to the Board of Directors is enclosed as Annexure 1.

19. REGISTRAR FOR THE PURPOSE OF BUY-BACK OF SHARES:

Registrar of Companies, Hyderabad, Telangana

20. PROCEDURE FOR TENDERING YOUR EQUITY SHARES UNDER BUY-BACK

1. The Eligible Shareholders holding shares in physical form and desirous of tendering their equity shares in the BUY-BACK OFFER must submit the following documents, by hand delivery or by registered post or courier (at their own risk and cost if any by registered post or courier) so as to reach **Aarthi Consultants Private Limited**, 1-2-285, Domalguda, Hyderabad 500 029, Telangana, India on or before 5:30 P.M. January 31, 2023, closure of Offer period.
 - a. "OFFER FORM" attached to this Letter of offer, duly filled and signed by the Shareholder or all the Shareholders (in the case of joint holdings) whose names appear on the Share Certificate(s) in order in which such names appear on the share certificate(s).
 - b. Original Share Certificate(s), Copies of self-attested PAN card, Aadhar Card and cancelled cheque-leaf are required to be submitted along with the Offer Form.
2. In the case of public shareholders who are holding the equity shares in dematerialized/electronic form, the Buy-back entitled shares i.e 20% of the holding are to be transferred to the below mentioned Company's Demat Account opened by the Company for this purpose in "off-market" mode and send the copy of the counter-foil together with the "Offer Form" attached to this Letter of Offer, duly filled and signed by the Shareholder or all Shareholders (in the case of joint holdings) whose names appear in the demat account in order in which such names appear in the demat account.

Special Depository Account Name	REIL Electricals India Limited
Name of the Depository Participant	STOCK Holding Corporation of India Limited
Name of the Depository	National Securities Depository Limited (NSDL)
Depository Participant Identification Number	IN301330
Client Identification Number	41272506
ISIN Number	INE814K01015

3. The Equity Shares to be buy-back under this Offer are to be acquired free from all the liens, charges and encumbrances and together with all the rights attached thereto.
4. In the event of any Eligible Shareholder not received, or misplaced their Letter of offer, they may obtain a copy by writing to the Company (or) Registrar to the Offer, clearly marking the envelope '**REIL Electricals India Limited ("REIL") – BUY BACK OFFER**'.
5. In case of any defect in 'OFFER FORM' the relevant documents will be returned to the Shareholders by speed post/ registered post at the shareholders own risk.

I. ACCEPTANCE OF OFFER:

Upon receipt of the duly executed 'Offer Form', original certificate (s), copies of self-attested PAN card, Aadhar Card and cancelled cheque leaf by the Company, proper verification of Signature and other particulars, the Company shall buy-back all the equity shares validly entitled at the 'buy-back Price', for a cash consideration of ₹ 40/- per Equity Share. The Company undertakes to accept all the equity shares that may be validly tendered by public shareholders at the Buy-back price on or before the closure of the offer i.e. Tuesday, January 31, 2023.

The Company has opened an account "REIL Electricals India Limited Buy Back A/c. No. 50200076888244", with HDFC Bank Limited, Maredpally Branch, Hyderabad and on closure of offer the Company shall deposit the entire consideration amount of INR. 3,02,00,000/- (Indian Rupees Three Crores Two Lakhs Only).

II. PAYMENT OF CONSIDERATION:

- a. Upon fulfillment of the terms and conditions mentioned herein and receipt of the requisite regulatory approvals (if any), the consideration for the equity shares will be paid by the Company by way of demand draft/ electronic credit to the Bank Account linked to the respective Demat Account, (or) to the Bank Account mentioned in the Acceptance Form, as the case may be. The demand draft will be dispatched to the Shareholders participating in the offer, at their own risk, by way of speed post / registered post.

- b. The payment shall be made within on or before Friday, February 10, 2023
- c. In case of joint holders, demand draft will be drawn in favour of the first named holder or the electronic credit will be made in favor of the first named holder.

21. DECLARATION BY THE BOARD OF DIRECTORS:

"We, the directors of **REIL ELECTRICALS INDIA LIMITED**, having registered office at 8-2-409, Road No.6, Banjara Hills, Hyderabad– 500034, Telangana declare that there are no defaults subsisting in repayment of deposits, redemption of debentures or Preference shares or repayment of term loans to any financial institutions or banks.

We, the Directors of the company further declare that the Board of Directors have conducted a full enquiry into the affairs and prospects of the Company and have formed the opinion that:

As regards the prospects of the Company for the year immediately following the date of the letter of offer, having regard to the intentions of the Board with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will in the view of the Board be available to the Company during that year, the Company will be able to meet its liabilities and will not be rendered insolvent within a period of one year from that date;

In forming their opinion for the above purpose, the Board of Directors has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 2013 (including prospective and contingent liabilities)."

22. DIRECTORS' RESPONSIBILITY:

The Board of Directors accepts responsibility for the information contained in the Letter of Offer.

23. DISCLAIMER CLAUSE:

A copy of this letter of offer has been submitted to the Registrar of Companies. It is to be distinctly understood that submission of the Offer Document to the Registrar of Companies, should not in any way be deemed/ construed that the same has been cleared or approved by the Registrar of Companies. This requirement is to facilitate shareholders to take an informed decision for offering their shares in the buy back.

The filing of the Offer Document with the Registrar of Companies, does not however, absolve the Company from any liabilities under the provisions of the Companies Act, 2013, or from the requirement of obtaining such statutory or other clearances as may be required for the purpose of the buy back.

It should be clearly understood that the Company is primarily responsible for the correctness, adequacy and disclosure of all relevant information in the Offer Document.

Every person who desires to avail of the 'Buy-back Offer' may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Promoters, the Independent Valuer or the Company whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such offer and tender of Equity Shares through this offer whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

By the order of the Board
For **Reil Electricals India Limited**

Sd/-
Bhupinder Singh Sahney
Managing Director
Din: 00376152

Sd/-
Brijveen Kaur Sahney
Director
Din: 00374606

Date : January 09, 2023
Place: Hyderabad

Annexure-1

REPORT UNDER RULE 17(1)(N) OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 TO THE BOARD OF DIRECTORS OF REIL ELECTRICALS INDIA LIMITED

In connection with the buy-back of Shares of **REIL ELECTRICALS INDIA LIMITED** ('the Company'), pursuant to the provisions of the Companies Act, 2013 and the Companies (Share Capital and Debentures) Rules, 2014 and based on the information and explanations given to us, we report that:

- i. We have enquired into the Company's state of affairs based on the audited Financial Statements for the period ended 30.09.2022;
- ii. The amount of the permissible capital payment for buy back is in our view properly determined based on the audited Financial Statements for the period ended 30.09.2022;
- iii. The audited accounts on the basis of which calculation with reference to buy back is done is not more than six months old from the date of offer document.
- iv. The Board of directors have formed the opinion on reasonable grounds and that the Company, having regard to its state of affairs is capable of meeting its liabilities and shall not be rendered insolvent within a period of one year from that date.

OPINION:

Based on representations made by the Company and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, the Board of Directors have formed their opinion on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of meeting of Board of directors of the Company held on the 29th November, 2022.

RESTRICTION ON USE:

This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose to enable compliance with the requirements of Companies Act, 2013 and the Companies (Share capital and debentures) Rules, 2014 and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume liability or duty of care for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Thanking you,

For **VENUGOPAL & CHENAY**,
Chartered Accountants
FRN: 004671S

Sd/-
(P.V.SRI HARI)
Partner
Membership No: 021961
UDIN: 22021961BELLMT2784

Place: Hyderabad
Date : 29.11.2022

OFFER FORM

REIL ELECTRICALS INDIA LIMITED (ISIN: INE814K01015) incorporated on 11.04.1973 under the Companies Act, 1956.

REGISTERED OFFICE: 8-2-409, Road No.6 Banjara Hills Hyderabad – 500034, Telangana.

OFFER FOR BUY BACK OF 7,55,000 (SEVEN LAKHS FIFTY-FIVE THOUSAND) OF FULLY PAID UP EQUITY SHARES OF THE COMPANY REPRESENTING UPTO 20% OF THE PAID-UP EQUITY SHARES OF THE COMPANY (AS AT 30.09.2022) AT A PRICE OF RS. 40/- PER SHARE, FROM THE SHAREHOLDERS OF THE COMPANY WHOSE NAME(S) APPEAR ON THE REGISTER OF MEMBERS OF THE COMPANY ON JANUARY 06, 2023 BEING THE SPECIFIED DATE.

OFFER OPENS ON : MONDAY, JANUARY 16, 2023
OFFER CLOSES ON: TUESDAY, JANUARY 31, 2023

TO BE COMPLETED BY THE SHAREHOLDERS
(PLEASE READ THE INSTRUCTIONS ACCOMPANYING THE LETTER OF OFFER CAREFULLY)

To
Aarthi Consultants Private Limited
1-2-285, Domalguda,
Hyderabad 500 029, Telangana

In lieu of:

The Board of Directors
REIL ELECTRICALS INDIA LIMITED
ISIN: INE814K01015
CIN: U31909TG1973PLC015448
8-2-409, Road No.6 Banjara Hills,
Hyderabad – 500 034, Telangana.

Dear Sir(S),

1. With reference to your Letter of Offer dated January 09, 2023 offering to buy back, on a proportionate basis, up to 7, 55, 000 (Seven Lakhs Fifty-Five Thousand) Equity Shares of REIL ELECTRICALS INDIA LIMITED ("the Company"), I hereby offer for buy back the shares held by me as indicated in the Table below.

Equity Shareholders Details:

Particulars	First/Sole Holder	Joint Holder 1	Joint Holder 2	Joint Holder 3
Full Name(s) Of the Holder				
Signature(s)*				
PAN				
Address of the Sole/First Equity Shareholder				
Telephone No. of Sole/First Equity Shareholder		Email ID of Sole/First Equity Shareholder		

DETAILS OF SHARES HELD AND OFFERED FOR BUY-BACK:

PARTICULAR	IN FIGURES	IN WORDS
Number of shares held (Equity shares)		
Number of shares entitled for buy-back (20% of shares held)		
Number of shares offered for buy buy-back (Equity shares)		

FOR SHARES HELD IN PHYSICAL FORM: - DETAILS OF SHARE CERTIFICATES

S. NO.	FOLIO NO.	SHARE CERTIFICATE NO.	DISTINCTIVE NO.		NO. OF SHARES	CLASS OF SHARES
			FROM	TO		

FOR SHARES HELD IN DEMAT MODE:- DETAILS OF ACCOUNT WITH DEPOSITORY PARTICIPANT (DP)

Name of the Depository (tick whichever is applicable)		NSDL		CDSL
Name of the Depository Participant				
DP ID No.				
Client ID No. with the DP				

2. I/ We hereby agree offering of share(s) held with us for buy back is subject to the terms and conditions of this Offer Form, and the Letter of Offer dated January 09, 2023 and subject to the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013, the Rules and any other applicable regulations in this regard.
3. I/ We accept buy back of whatever lesser number of shares as may be bought back, in case the aggregate number of shares offered by the shareholders is more than the total number of shares proposed to be bought back by the company.
4. I/ We authorize you to delete/our name (s) in the Register of Members in respect of the shares that may be bought back form/ us delete our holding of shares in the company such number of shares as may be bought by the company.
5. * I/ We declare that I am/ we are Indian National(s) Resident(s) in India and that I am/ we are not offering the share(s) as Nominee(s) of any person resident outside India a foreign national, a foreign company or a foreign controlled company.

OR

I/ We confirm that I am/ we are non-resident Indian(s) of Indian Nationality/ Origin. I/ We also confirm that I am not offering the share(s) as nominee(s) of any Person(s) who is not non-resident(s) of Indian (*Strike out whichever is not applicable).

6. I/ We declare that are non-resident persons/ non-resident Indian(s)/ Person(s) of Indian Origin resident abroad and acceptance of my/our offer and/or shares is subject to approval, if any of the competent authorities including RBI as may be applicable (*Strike out whichever is not applicable).
7. I declare that there are no restraints/ injunctions or other orders of any nature which limits/ restricts in any manner me to offer shares for buy back which are free from any encumbrances. I that legally entitled to offer shares for buy back.
8. I/ We agree that the company is not obliged to accept any shares offered for buy back where there exists restrains/ order of the court for transfer/ disposal of shares or where loss of share certificates has been notified to the company or where the shares are subject to restraint under the special Court (Trial of Offences relating to Transactions in Securities) Act, 1992 or any other restraint subsists.

9. I/ We undertake to return to the company any buy back consideration that may be wrongfully received by me/us.
10. I/ We undertake that I/ We will sign such other documents and do all such other acts, if any, necessary on my/ our part to enable the Company to buy back all an part of the number of shares offered by me/ us for buy back.
11. I/ We give below particulars of my/ our Bank Account in respect of the (name(s)) shareholder which shall be incorporated in the consideration warrant for buy back of shares. I/ We confirm that payment of buy back consideration to the first named shareholder shall constitute sufficient discharge by the company.

Name of the Bank	
Address of the Bank/Branch	
Current/Savings/NRE/NRO A/c No.	

12. The Permanent Account Number (PAN)/ GIR number allotted under the Income Tax Act, 1961, is as under.

	First Shareholder	Second Shareholder	Third Shareholder
PAN/GIR No.		NA	NA

13. **SIGNATURE(S) OF THE APPLICANT(S).** (Signatures should be in the same order and as per specimen recorded with the company)

	First Shareholder	Second Shareholder	Third shareholder
Name		NA	NA
Signature		NA	NA

.....  **TEAR HERE** 

Acknowledge

Receipt

NAME: REIL ELECTRICALS INDIA LIMITED

REGISTERED OFFICE: 8-2-409, Road No.6, Banjara Hills, Hyderabad – 500034, Telangana.

ISIN :- INE814K01015, **CIN:** U31909TG1973PLC015448,

Received from _____, offer of _____ shares along with _____ share certificates with distinctive No.s _____ or DP ID & CLID _____

Stamp of the Company

ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK, IF ANY, SHOULD BE ADDRESSED TO REGISTRAR TO THE BUYBACK AT THE FOLLOWING ADDRESS QUOTING YOUR CLIENT ID AND DP ID:

Aarathi Consultants Private Limited

1-2-285, Domalguda,
Hyderabad 500 029, Telangana, email: info@aarthiconsultants.com

If undelivered, please return to:

REIL

To, The Registrar and Share Transfer Agent

AARTHI CONSULTANTS PVT. LTD

(SEBI Registration No. INR000000379)

Unit: REIL Electricals India Ltd., (CIN: U31909TG1973PLC015448)

1-2-285, Domalguda, Hyderabad – 500 029

Ph.Nos.040-27638111,27634445

Mail Id: info@aarthiconsultants.com