



RR METALMAKERS INDIA LIMITED

Date: July 30, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: 531667

Dear Sir/Madam,

Sub: Disclosure under Regulations 30 and 30A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") - Public Announcement for execution of Share Purchase Agreement.

Pursuant to Regulations 30 and 30A read with Schedule III of the SEBI LODR Regulations, we would like to inform you that the board of directors of the Company ("**Board**") at its meeting held today *i.e.*, Thursday, July 30, 2026, has *inter-alia* considered and taken on record the execution of the Share Purchase Agreement ("**SPA**") amongst the Virat Sevantilal Shah ("**Promoter Shareholder 1**" or "**Seller 1**"), Alok Virat Shah, ("**Promoter Shareholder 2**" or "**Seller 2**") ("**Seller 1**" and "**Seller 2**" together referred as "**Sellers**") ("**Promoter Shareholder 1**" and "**Promoter Shareholder 2**" together referred as "**Promoters**") and RB International Holdings Limited ("**Acquirer 1**"), Suyog Yogesh Desai ("**Acquirer 2**") and Nikita Suyog Desai ("**Acquirer 3**") ("**Acquirer 1**", "**Acquirer 2**" and "**Acquirer 3**" together referred as "**Acquirers**" or "**Purchasers**"), in terms of which Sellers have agreed to sell 63,65,924 (Sixty Three Lakhs Sixty Five Thousand Nine Hundred Twenty Four) equity shares of face value of ₹10/- each representing 70.66% of the existing equity share capital of the Company to the Acquirers at purchase price of ₹23.85 (Rupees Twenty Three and Paise Eighty Five only) per equity share and the Acquirers have agreed to acquire from the Promoters, subject to the terms and conditions as set out in SPA.

The information in connection with the SPA pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Master Circular No. HO/49/14/14(7)/2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure A**.

Further, the Acquirers is required to make a mandatory open offer to the shareholders of the Company under the applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI (SAST) Regulations**").

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



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The disclosures along with the enclosures shall be made available on the website of the Company at www.rrmetalmakers.com

Kindly take the same on your record and acknowledge.

Thanking you.

Yours faithfully,

For, RR MetalMakers India Limited

Harshika Kothari

Company Secretary & Compliance Officer

Membership No.: A61964

Encl.: As above

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Annexure A – Share Purchase Agreement

DISCLOSURE PURSUANT TO THE SEBI LODR REGULATIONS READ WITH THE SEBI MASTER CIRCULAR NO. HO/49/14/14(7)/2025-CFD-POD2/1/3762/2026 dated January 30, 2026.

S. No.	Particulars	Details
a.	If the listed entity is a party to the agreement, i. details of the counterparties (including name and relationship with the listed entity)	No, the Company is not a party to the agreement.
b.	If listed entity is not a party to the agreement i. name of the party entering into such an agreement and the relationship with the listed entity. ii. details of the counterparties to the agreement (including name and relationship with the listed entity) iii. date of entering into the agreement	Company is not a party to the agreement. I. Name of the party entering into such an agreement and the relationship with the listed entity: a) Virat Sevantilal Shah ("Seller 1") b) Alok Virat Shah ("Seller 2") Both the Sellers are part of Promoter and Promoter Group of Company II. Details of the counterparties to the agreement: a) RB International Holdings Limited ("Acquirer 1") b) Suyog Yogesh Desai ("Acquirer 2") c) Nikita Yogesh Desai ("Acquirer 3") Acquirers are not related to the Company. II. Date of entering into the Agreement: Thursday, July 30, 2026.
c.	Purpose of entering into the agreement	The SPA has been entered into by the Parties for recording the terms and conditions pursuant to sale and purchase of 63,65,924 (Sixty Three Lakhs Sixty Five Thousand Nine Hundred Twenty Four) equity shares of face value of ₹10/- each representing 70.66% of the existing equity share capital of the Company held by the Sellers to the Acquirers.

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d.	Shareholding, if any, in the entity with whom the agreement is executed	The Acquirers does not hold any equity shares in the Company.
e.	Significant terms of the agreement (in brief)	Date of execution of SPA: The SPA was executed on July 30, 2026. Nature of transaction: The SPA pertains to the proposed sale and transfer of following equity shares of the Company by the following Promoter Shareholders: 1. Mr. Virat Seventilal Shah No. of shares proposed to be sold: 36,40,412 equity shares constituting 40.41% of the paid-up equity share capital of the Company. 2. Mr. Alok Virat Shah No. of shares proposed to be sold: 27,25,512 equity shares constituting 30.25% of the paid-up equity share capital of the Company. Consideration: The consideration agreed under the SPA is Rs.15,18,27,287.40 (Rupees Fifteen Crores Eighteen Lakhs Twenty Seven Thousand Two Hundred Eighty Seven and Paise Forty Only), i.e. Rs.23.85 per share for acquisition of 70.66% by the Acquirers. Open Offer: Consequent to the execution of the SPA, the Acquirers will make an open offer to the public shareholders of the Company under SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 representing upto 26% of the total paid-up equity share capital of the Company. In terms of the SPA, the Acquirers will be classified as the 'Promoters' of the Target Company in accordance with applicable laws. The existing Promoters and other members of the Promoters and Promoters group of the Target Company will be classified from 'promoter' to 'public'.

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f.	Extent and the nature of impact on management or control of the listed entity	Upon completion of the SPA, subject to the fulfilment of the conditions precedent and receipt of applicable regulatory approvals, there will be a change in control and management of the Target Company. The existing promoters will divest their entire equity shareholding to the Acquirers. Consequently, the Acquirers will assume control and be classified as the Promoters of the Target Company, while the existing Promoters and members of the Promoter and Promoter Group will be reclassified from 'Promoter' to 'Public', in accordance with applicable laws.
g.	Details and quantification of the restriction or liability imposed upon the listed entity	Pursuant to completion of underlying transaction, the Company would have to make necessary changes in the board composition and classification of existing promoters along with classification of Acquirers as new promoters of the Company.
h.	Whether the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship	Acquirers are not related to promoter/ promoter group/group companies in any manner.
i.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length	This transaction is not a related party transaction
j.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
k.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
l.	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the	Not Applicable

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	agreement ii. nature of the agreement iii. date of execution of the agreement iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier) v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	
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For, RR MetalMakers India Limited

Harshika Kothari

Company Secretary & Compliance Officer

Membership No.: A61964

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