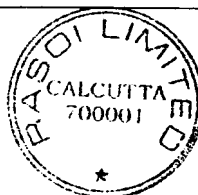


ANNEXURE II OF SEBI'S CIRCULAR BEARING REFERENCE NO. CIR / CFD / DIL / 3 / 2013 DATED JANUARY 17, 2013 BEING DETAILS OF EMPLOYEE BENEFIT SCHEMES INVOLVING DEALINGS IN SECONDARY MARKET, NOT COVERED UNDER SEBI (ESOS AND ESPS) GUIDELINES, 1999

1.	Name of the Issuer:	Rasoi Limited
2.	Name of the Scheme:	Thames Welfare Trust
3.	Date of implementation:	1 August 2011
4.	Mode of Implementation (Trust/Direct):	Trust
5.	Brief particulars about the Scheme (modus operandi): (Details of Trust, Trustees, and their relationship with Promoters or Directors of the company)	<p><u>Detail of Trust –</u> Rasoi Ltd. ("Rasoi") a company listed on BSE Limited ("BSE") and Calcutta Stock Exchange of India Limited ("CSE") has created an irrevocable Trust for the benefit of its existing and future employees, who at the relevant time are in full time employment of Rasoi except its Director/Promoters. The object of the Trust is to carry out activities for the general welfare of the beneficiaries and to that end apply the Trust Fund.</p> <p><u>Detail of Trustees –</u> 1) Mr Lalit K Bararia – Chartered Accountant; 2) Mr Rajul S Goradia – Practising Chartered Accountant; and 3) IDBI Trusteeship Services Ltd. – Professional Trustee, who is the Managing Trustee.</p> <p><u>Trustees Relationship with Promoters/Directors</u> All the Trustees are independent trustees and they are not directly or indirectly related with any Promoters / Directors of the Company.</p>
6.	Whether promoters/persons belonging to the promoter group/directors, are also beneficiaries in the scheme. If so, the details thereof and their entitlements:	No Promoters/Persons belonging to the Promoter Group/Directors are beneficiaries in the Trust.
7.	No. of shares held by Trust/any other agency managing the scheme as on the date of the circular.	As on 17 th January, 2013, the Trust was holding 95,919 shares of Rasoi Ltd.
8.	How the Trust/agency is proposing to deal with the existing holding (whether to be transferred to the employees, or to be sold in the market for transferring the benefits to the employees, if so, details regarding proposed date of such transfer or sale shall be given) Such date shall not be later than June 30, 2013	Trust is seeking clarification from SEBI, since we feel this circular is not applicable to the Trust.
9.	Details of persons who are entitled to shares or benefits accruing out of the shares, which form part of more than 1 percent of the paid up share capital, as	As follows



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on the date of the circular in the following format:

Name of the employee	Whether falling under Promoter / promoter group / directors	No. of entitled shares	% of such entitlement over the paid-up share capital	No. of shares transferred / allotted to them / benefits of which is passed on to them out of (3)
(1)	(2)	(3)	(4)	(5)
Not Applicable				

10.	Details of secondary market purchases/sales by the company/Trust/ any other agency managing the scheme if any, since April 01, 2012 in the following format:	As follows:
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Sl No	Date / Time	Type of Transaction Purchase/ Sold	Stock Exchange	No. Of Securities	Price at Which Security Purchased / Sold (Rs. / share)	Final Amount Paid (Rs.) Incl. Brokerage, STT etc.
1	10/4/2012	PURCHASE	BSE	44	379.48	16738.75
2	11/4/2012	PURCHASE	BSE	3530	373.33	1321138.29
3	16/4/2012	PURCHASE	BSE	74	384.93	28556.82
4	17/4/2012	PURCHASE	BSE	79	384.29	30434.27
5	24/4/2012	PURCHASE	BSE	6521	374.61	2448903.88
	Total			10248		3845772.01



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