



**ROSE MERC
LIMITED**

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

Date: June 24, 2026

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400001

Kind Attention: Corporate Relationship Department

BSE Script Code: 512115; Scrip ID: ROSEMER

Subject: Intimation pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to subscription to 30.01% shares of Virtual Gain Technologies Private Limited

Dear Sir/ Madam,

Reference is made to the intimations filed with the Stock Exchange on June 01, 2026, pursuant to which Rose Merc Limited ("**Rose Merc**") had informed the Stock Exchange about the execution of the Share Subscription Agreement ("**SSA**") in relation to acquisition by Rose Merc by way of subscription to shares of Virtual Gain Technologies Private Limited ("**Virtual**"), representing 30.01% of the post issued share capital of Virtual, on a fully diluted basis.

In furtherance to the aforesaid, we now wish to intimate the Stock Exchange that Rose Merc has acquired 30.01% stake in Virtual. We have set out the requisite disclosures in relation to the acquisition in **Annexure A**.

Rose Merc has also nominated and appointed majority directors on the Board of Directors of Virtual and, as such, Virtual is now a board controlled subsidiary of Rose Merc.

We request the Stock Exchange to take on record the aforesaid and acknowledge the receipt of the same.

Thanking You,
Yours Faithfully

For Rose Merc Limited

Vaishali Parkar Kumar
Managing Director
DIN: 09159108



**ROSE MERC
LIMITED**

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

Annexure A

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Details of the Acquisition

No	Particulars	Details								
1.	Name of the Target Entity, details in brief such as size, turnover etc.	<p>Virtual Gain Technologies Private Limited, a company incorporated and registered under the Companies Act, 2013, with corporate identification number U74999PN2017PTC170913, having its registered office at Unit No - 218, 10 Biz Park, Sr No - 227/A/1 to 17, PLO, Viman Nagar, Pune, Maharashtra, India, 411014 ("Virtual").</p> <p>Virtual is engaged in the business of developing an online market platform to facilitate and conduct sale, purchase, import, export, digital payments, or E-wallet services, Bharat bill payment system services or providing any other software-based development and services.</p> <p>Last 3 years turnover: (Amount in Rupees)</p> <table border="1"><thead><tr><th>Financial Year</th><th>Amount</th></tr></thead><tbody><tr><td>2023-24</td><td>64,62,816</td></tr><tr><td>2024-25</td><td>98,87,703</td></tr><tr><td>2025-26</td><td>1,23,75,226</td></tr></tbody></table>	Financial Year	Amount	2023-24	64,62,816	2024-25	98,87,703	2025-26	1,23,75,226
Financial Year	Amount									
2023-24	64,62,816									
2024-25	98,87,703									
2025-26	1,23,75,226									
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	Not a related party transaction. The Promoter/ Promoter Group/Group Companies do not have any interest in Virtual.								
3.	Industry to which the entity being acquired belongs	Fintech and Technical Service Provider								
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of Target Entity, if its business is	This acquisition would allow Rose Merc to collaborate with Virtual, being a technical service provider, and to facilitate Rose Merc in achieving its goals of entering the fintech sector of India and establishing and developing in its own								



ROSE MERC LIMITED

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

No	Particulars	Details								
	<i>outside the main line of business of the listed entity)</i>	fintech division subject to the receipt of all necessary authorisations, consents and approvals including from its shareholders and the concerned Governmental/regulatory authorities in India.								
5.	Brief details of any governmental or regulatory approvals required for the acquisition	NIL								
6.	Indicative time period for completion of the acquisition	The parties have completed the transaction within the time period agreed under the definitive agreements executed amongst the parties.								
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration of upto Rs.1,00,00,000, being the subscription amount payable by Rose Merc for the 4,288 equity shares of Virtual (" Subscription Shares ").								
8.	Cost of acquisition or the price at which the shares are acquired	The issue price of the Subscription Shares is Rs.2,332 per share, aggregating upto Rs.1,00,00,000.								
9.	Percentage of shareholding/control acquired and/or number of shares acquired	30.01% of the post issued share capital of Virtual, computed on a fully diluted basis. Rose Merc has appointed majority nominee directors on the Board of directors of Virtual and as such Virtual is now a board controlled subsidiary of Rose Merc.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover	Virtual is engaged in the business of developing an online market platform to facilitate and conduct sale, purchase, import, export, digital payments, or E-wallet services, Bharat bill payment system services or providing any other software-based development and services. Date of Incorporation – June 9, 2017 Last 3 years turnover: (Amount in Rupees) <table border="1"><thead><tr><th>Financial Year</th><th>Amount</th></tr></thead><tbody><tr><td>2023-24</td><td>64,62,816</td></tr><tr><td>2024-25</td><td>98,87,703</td></tr><tr><td>2025-26</td><td>1,23,75,226</td></tr></tbody></table>	Financial Year	Amount	2023-24	64,62,816	2024-25	98,87,703	2025-26	1,23,75,226
Financial Year	Amount									
2023-24	64,62,816									
2024-25	98,87,703									
2025-26	1,23,75,226									
11.	Country in which the acquired entity has presence and any other significant information	India								