



Date: 15th July 2024

To

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra,
Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001

Trading Symbol : NIPPOBATRY

Scrip Code : 504058

Subject: Intimation of the Scheme of Amalgamation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

With reference to the captioned subject, we hereby inform you that, the Board of Directors of the Company at its meeting held today considered and approved the proposal for amalgamation of Helios Strategic Systems Ltd, wholly owned subsidiary (hereinafter referred to as "Transferor Company") into Indo National Ltd (Transferee Company) and their respective shareholders and creditors, under Sections 230 to 234 of the Companies Act, 2013 and other provisions of the Companies Act 2013 (including any statutory modification or re-enactment or amendment thereof) as per the terms and conditions mentioned in the Scheme of Amalgamation (Scheme') placed before the Board ('the Scheme').

The amalgamation is subject to requisite statutory and regulatory approvals.

The detailed disclosure as required under Regulation 30 of the Listing Regulations, 2015 read with Circular CIR/CFD/CMD/4/2015 dated September 2015 is enclosed as Annexure - I.

This is for your information and record.

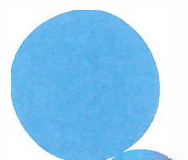
Thanking you.

Yours faithfully

For Indo National Ltd

J.Srinivasan

Company Secretary





Annexure – I

Disclosure of Information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFDICMD/4/2015 dated 9th September, 2015:

Amalgamation of Helios Strategic Systems Ltd into Indo National Limited

1.Name of the entity forming part of the amalgamation, merger, details in brief such as, size, turnover etc:

Transferor Entity:

Helios Strategic Systems Ltd is a Public Limited Company incorporated under the Companies Act, 2013, having its Registered Office at No. 609, Lakshmi Bhavan, Mount Road, Chennai 600 006 hereinafter referred to as "Transferor Company".

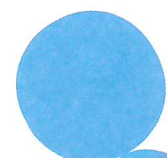
The Transferor Company is a wholly-owned subsidiary of M/s. Indo National Ltd and is not listed on any stock exchange in India or abroad.

Transferee Entity:

Indo National Ltd is a Public Limited Company incorporated under the Companies Act, 1956, having its Registered Office at No. 609, Mount Road, Lakshmi Bhavan, Chennai 600 006, Tamil Nadu (the "Transferee Company").

The equity shares of the Transferee Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").

Set out below are brief details of the net worth and total revenue of the Transferor Company and the Transferee Company:



Particulars	Net Worth	Revenue
	For the Year ended 31 st March 2024	For the Year ended 31 st March 2024
Helios Strategic Systems Ltd – Transferor Company.	Rs.5455.13	Rs.200.31
Indo National Ltd – Transferee Company.	Rs. 22836.31	Rs.47188.57

2. Whether the transaction would fall within the purview of related party transactions? If yes, whether the same is done at "arm's length":

The Transferor Company is a wholly-owned subsidiary of the Transferee Company. The proposed merger does not fall within the purview of related party transaction in view of General Circular No. 30/2014 dated 17th July, 2014 issued by the Ministry of Corporate Affairs. Further, pursuant to Regulation 23(5b) of the Listing Regulations, the related party transaction provisions are not applicable to the proposed scheme.

3.Areas of business of the entity:

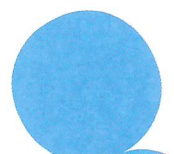
Transferor Company

Helios Strategic Systems Ltd was engaged in the business of investment in group companies.

Transferee Company

Indo National Ltd is engaged in the business of Manufacturing batteries and trading Torches, LED, Electrical Products, Mosquito Bats and Repellents.

4. Rationale for amalgamation/merger:





The Amalgamation of the Transferor Company with the Transferee Company is aimed at achieving the following primary benefits:

1. Facilitate consolidation of the undertakings in order to enable effective management and unified control of operations;
2. Create economies in administrative and managerial costs by consolidating operations;
3. Reduce duplication of administrative responsibilities and multiplicity of records and legal and regulatory compliances.

5. In case of cash consideration - amount or otherwise share exchange ratio:

There is no cash consideration involved. The Transferor Company is a wholly-owned subsidiary of the Transferee Company and the entire share capital of the Transferor Company is held by the Transferee Company and its nominees. Therefore, upon the Scheme becoming effective, all shares held by the Transferee Company and its nominees in the share capital of the Transferor Companies as on the effective date shall stand cancelled, without any further act or deed.

6. Brief details of change in shareholding pattern (if any) of the listed entity:

There will not be any change in the shareholding pattern of the Transferee Company pursuant to the Scheme of Amalgamation as the Transferor Company is a wholly owned subsidiary of the Transferee Company.

