  
**shri dinesh mills ltd.**  
F E L T S

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.  
Tel. : (0265) 2960060/61/62/63/64, Mobile : 99740 05975  
Website : www.dineshmills.com, CIN : L17110GJ1935PLC000494

October 30, 2024

To,  
Dept. of Corporate Services,  
BSE Limited,  
Floor – 1, Rotunda Bldg., Dalal Street,  
MUMBAI – 400 001

By On Line

Dear Sir,

**Sub: Disposal of Entire Investment in Dinesh Remedies Limited  
Ref. Regulation 24(5) of SEBI (L.O.& D.R.) Regulations, 2015**

We hereby inform you that, the Board of Directors at their meeting held on 30<sup>th</sup> October, 2024 have decided subject to approval of shareholders of the Company pursuant to Regulation 24(5) of SEBI (L.O.& D.R.) Regulations, 2015 for sale / transfer of entire investment of the Company in the Equity Shares and Preference Shares of Dinesh Remedies Limited (i.e. Material Unlisted Subsidiary Company) subject to terms & conditions of Binding Offer dated 28<sup>th</sup> October, 2024 received from prospective Buyer. The details pursuant to Regulation 30 of SEBI (L.O.& D.R.) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/P/2023/123 dated 13<sup>th</sup> July, 2023 is attached herewith.

This is for your information and appropriate dissemination.

Thanking you,

Yours faithfully,

**For Shri Dinesh Mills Limited,**

  
**J. B. Sojitra**  
Company Secretary & Compliance Officer  
M. No. A-6351

Encl.: As stated above

  
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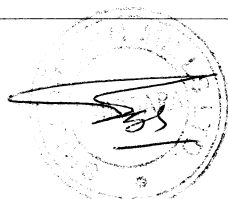
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Sr. No.	Particulars	Disclosure
1	Name of Companies/Body Corporates ceased to be subsidiaries	Dinesh Remedies Limited CIN: U24230GJ2005PLC045447
2	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	<b>Contribution in Consolidated turnover or revenue or income as on 31<sup>st</sup> March 2024:</b> Percentage: 30.08% Amount: Rs.3409.79 Lakhs  <b>Contribution in Consolidated Net Worth as on 31<sup>st</sup> March 2024:</b> Percentage: 8.55% Amount: Rs.1723.22 Lakhs  <b>Note:</b> The Company has not earned any revenue or income out of the Investment in Dinesh Remedies Limited in view persistence losses incurred by Dinesh Remedies Limited.
3.	Date on which the agreement for sale has been entered into	A Binding Offer dated 28 <sup>th</sup> October, 2024 has been received by the Company from the prospective buyers on 28 <sup>th</sup> October, 2024 and the same has been approved by the Board of Directors of the Company at their meeting held on 30 <sup>th</sup> September, 2024 subject to approval of the shareholders of the Company.
4	The expected date of completion of sale/disposal	Subject to the shareholders' approval of the Company and completion of the Conditions precedent as per the above referred Biding Offer, 3 months from the date of acceptance of the Binding offer.
5	Consideration received from such sale/disposal	1,30,98,095 equity shares of Rs. 10/- each will be transferred as per the price per share that would be arrived based on the Enterprise Value of 2411/- Lakhs, subject to compliance of the conditions precedent prior to the closing date pursuant to Binding Offer dated 28 <sup>th</sup> October, 2024.  20,96,876, 4% Optionally Cumulative Convertible Preference Shares (OCCPS) of Rs. 10/- <sup>2</sup> each will be transferred "at par" to the Prospective Buyer.
6	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Name of Buyer: Mr. Dixit Rashmikantbhai Patel and / or his Relatives and Affiliates  Mr. Dixit Rashmikantbhai Patel is an existing shareholder of Dinesh Remedies Limited





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7	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length	This Transaction does not fall under the ambit of a Related Party transaction.
8	In case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	Not Applicable

Yours faithfully,  
For Shri Dinesh Mills Limited,

**J. B. Sojitra**  
Company Secretary & Compliance Officer  
M. No. A-6351