



## TRANS INDIA HOUSE IMPEX LIMITED

(Formerly known as IO System Limited)

CIN: L74110GJ1987PLC152434

Registered Office: B-1101, Titanium Square, B/H. Sarveshwar Tower, OPP. B.M.W. Show Room,  
Thaltej, Ahmedabad - 380 054, Gujarat, INDIA

Email: [compliance@tihil.co.in](mailto:compliance@tihil.co.in); Tel +91-79-46008108 Website: [www.tihil.co.in](http://www.tihil.co.in)

November 12, 2024

To,  
The Department of Corporate Services (DCS-CRD),  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

Sub: **DISCLOSURE UNDER REGULATION 30 - INCORPORATION OF SUBSIDIARY COMPANY  
IN DUBAI, UAE.**

Ref: **TRANS INDIA HOUSE IMPEX LIMITED**  
**SCRIP ID: TIHIL**

BSE SCRIP CODE: **523752**

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time, we wish to inform that the Board of Directors of the Company at their meeting held today i.e., **Tuesday, November 12, 2024**, have inter alia considered and approved the following matters:

1. **Incorporation of a Subsidiary Company:**

Promotion and Incorporation of a Subsidiary Company under the name and style "Trans India House Impex Limited LLC" or such other names as may be approved by the Regulatory and Registration Authority in Dubai, UAE ("Subsidiary Company") subject to necessary compliances and reporting's under the Companies Act, 2013 and Foreign Exchange Management Act, 1999. The Company shall subscribe 100% of the total Paid Up Share Capital, Voting Rights and Beneficial Ownership in the Subsidiary Company. The proposed Company shall carry out the activities related to Trading of Textiles, Food Items, Ceramic Tiles, Fabrics, Dehydrated Vegetables and Fruits, and other related products. The said Investment is within the limits prescribed under Section 186(2) of the Companies Act, 2013 together with the limits passed by the Shareholders of the Company by passing Special Resolution in the 35<sup>th</sup> Annual General Meeting held on Saturday 30<sup>th</sup> September 2023.

Further, the additional details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023 are annexed herewith as an "***Annexure-1***".

Kindly consider this and take on record as a requisite disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Kindly take the same on your record.

Thank you,



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**For Trans India House Impex Limited**



**Mrugesh Ashwin Kumar Vyas**  
**Company Secretary and Compliance Officer**  
**Membership No: ACS: 49190**

**Enclosed: A/a**



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### Annexure 1

<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p><b>Name:</b> Trans India House Impex Limited LLC or such other name as may be approved by Regulatory and Registration Authority in Dubai, UAE.</p> <p><b>Authorized and Paid-Up Share Capital:</b> AED 1,00,000/-.</p> <p><b>Turnover, PAT, Net Worth:</b> Not Applicable since Subsidiary is yet to be incorporated.</p> <p>The Company shall subscribe 100% of the total Paid Up Equity Share Capital, Voting Rights and Beneficial Ownership in the Subsidiary Company.</p>
<p>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"</p>	<p>Yes, the acquisition will fall under related party transaction and Subsidiary once incorporated will fall under the ambit of related party of the Company.</p> <p>The proposed Investment is not a Material Related Party Transactions calculated based on latest Audited Financial Statements for the Financial Year ended 31st March 2024 as defined under Regulation 23 of the SEBI LODR (Regulations), 2015.</p> <p>The Promoters/Promoters Group will have interest in the Subsidiary to the extent of their Shareholding/beneficial interest in the Company.</p> <p>The Investment will be done at Arm's length basis only.</p>
<p>Industry to which the entity being acquired belongs;</p>	<p>The proposed Company shall carry out the activities related to Trading of Textiles, Food Items, Ceramic Tiles, Fabrics, Dehydrated Vegetables and Fruits, and other related products</p>
<p>Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);</p>	<p>The proposed Company shall carry out the activities related to Trading of Textiles, Food Items, Ceramic Tiles, Fabrics, Dehydrated Vegetables and Fruits, and other related products.</p>
<p>Brief details of any governmental or regulatory approvals required for the acquisition;</p>	<p>Not applicable.</p>



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<b>Indicative period for completion of the acquisition;</b>	Within 6 months from the date of this Board Meeting.
<b>Nature of consideration - whether cash consideration or share swap and details of the same;</b>	<p>Consideration - Cash (Subscription to Memorandum and Articles of Association of the Subsidiary Company).</p> <p>The Company shall invest and subscribe initial Paid-Up Equity Share Capital of the proposed Subsidiary Company by subscribing the Memorandum and Articles of Association in cash.</p> <p>The Company shall subscribe 100% of the total Paid Up Equity Share Capital, Voting Rights and Beneficial Ownership in the Subsidiary Company.</p>
<b>Cost of acquisition or the price at which the shares are acquired</b>	The Investment will be made at face value of the Equity Share Capital of the Subsidiary as a result of subscription of Memorandum and Articles of Association.
<b>Percentage of shareholding / control acquired and / or number of shares acquired;</b>	100% Equity Share Capital, Voting Power and Beneficial interest, and ownership of Subsidiary.
<b>Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);</b>	Not applicable since the Subsidiary is yet to be incorporated.

For Trans India House Impex Limited



**Mrugesh Ashwin Kumar Vyas**  
Company Secretary and Compliance Officer  
Membership No: ACS: 49190