



Date: 14<sup>th</sup> February, 2025

To,  
The Manager- Listing Department,  
BSE Limited P J Tower, Dalal  
Street, Fort, Mumbai – 400001

Reference: Manoj Ceramic Ltd  
BSE Code: MCPL  
Scrip Code: 544073

**Sub: Intimation pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this to inform you that the Company in its Board Meeting held on 14<sup>th</sup> February, 2025 has approved the following:

- i. Additional Investment of 4000 GBP i.e INR 4,36,000/- in MCPL Ceramic Limited (Wholly Owned Subsidiary)
- ii. To give Loan of 43000 GBP i.e INR 46,87,000/- to MCPL Ceramic Limited (Wholly Owned Subsidiary)

The details as required to be disclosed pursuant to the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/ CIR/ P/0155 dated 11<sup>th</sup> November, 2024 are enclosed herewith as an Annexure I & II.

Request you to take the same on record.

Thanking You,

**For and on Behalf of  
Manoj Ceramic Limited**

**Dhruv Rakhasiya  
Managing Director  
DIN: 03256246**

**MANOJ CERAMIC LIMITED  
W A L L & F L O O R T I L E S**

**CIN: U51909MH2006PLC166147**

**Krishna Kunj, 140, Vallabh Baugh Lane, Ghatkopar (E), Mumbai 400 077, Maharashtra,  
India**

**(T): +91 22 2102 7500. (E): [info@mcplworld.com](mailto:info@mcplworld.com) (W): [www.mcplworld.com](http://www.mcplworld.com)**

## ANNEXURE I

Details as required to be disclosed pursuant to the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/ CIR/ P/0155 dated 11<sup>th</sup> November,2024

Sr.no	Particulars	Details
1.	Name of the Target Company, details in brief such as size, turnover, etc.	MCPL Ceramic Limited (WOS) is engaged in trading, marketing, importing of ceramic tiles, porcelain tiles, vitrified tiles, composite stones, natural stones, natural marbles, granites etc.  The Turnover of the WOS for Financial Year ended 31 <sup>st</sup> March 2024 was GBP 22,918/-
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"	MCPL Ceramic Limited being the wholly owned Subsidiary, it is related party of the Company. The transaction falls within the ambit of related party transactions and is at arms' length.  Except to the extent of shares held by the Company in WOS.
3.	Industry to which the entity being acquired belongs	Ceramics
4.	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)	MCPL Ceramic Limited being the wholly Owned Subsidiary Company intends to use the proceeds towards its Business

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5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable				
6.	Indicative time period for completion of the acquisition	Not Applicable				
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash				
8.	Cost of acquisition or the price at which the shares are acquired	Investment of 4000 GBP i.e approximately INR 4,36,000/-				
9.	Percentage of shareholding/ control acquired and/or number of shares acquired	There will be no change in the percentage of shareholding of the Company in MCPL Ceramic Limited. It will continue to remain a wholly owned subsidiary of the Company.				
10.	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)	<p>MCPL Ceramic Limited was incorporated on 05<sup>th</sup> July, 2023. As the Company was incorporated in 2023 details of Turnover are given for FY 2023 - 2024</p> <p>The Turnover of MCPL Ceramic Limited</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <tr> <td colspan="2" style="text-align: right;">(GBP)</td> </tr> <tr> <td style="text-align: center;">2023-2024</td> <td style="text-align: center;">22,918/-</td> </tr> </table> <p>Country of Presence: United Kingdom</p>	(GBP)		2023-2024	22,918/-
(GBP)						
2023-2024	22,918/-					

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## ANNEXURE II

**Details as required to be disclosed pursuant to the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/ CIR/ P/0155 dated 11<sup>th</sup> November,2024**

Sr.no	Particulars	Details
1.	name(s) of parties with whom the agreement is entered;	The Loan Agreement has been entered between MCPL Ceramic Ltd (Borrower), a wholly owned subsidiary and Manoj Ceramic Ltd (Holding Company)
2.	Purpose of entering into the agreement	The Loan Agreement has been entered to meet working capital needs of the borrower
3.	size of agreement	The Loan Agreement has been entered for an amount GBP 43,000/- i.e approximately INR 46,87,000/-
4.	shareholding, if any, in the entity with whom the agreement is executed	The Company holds 100% shares of the Borrower.
5.	significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc	The Loan Agreement does not contain terms pertaining to right to appoint directors, first right to share subscription in case of issuance of share or right to restrict change in capital structure.
6.	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	The Borrower is wholly owned Subsidiary of the Company
7.	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	MCPL Ceramic Limited being the wholly owned Subsidiary, it is related party of the Company. The transaction falls within the ambit of related party

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		transactions and is at arms' length.
8.	in case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
9.	in case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	Lender: Manoj Ceramic Limited  Borrower: MCPL Ceramic Limited  Total Amount of Loan: GBP 43,000/- i.e approximately INR 46,87,000/-  Date of Execution of Agreement: 14 <sup>th</sup> February, 2025
10.	any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc	Not Applicable
11.	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

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