



**Date: 2<sup>nd</sup> December, 2024**

The Manager, Listing  
**BSE Limited**  
P J Tower, Dalal Street  
Mumbai- 400001

**Symbol: 531281**

**Sub: Disclosures under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of the Board Meeting held on December 02, 2024**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform that, the Board of Directors of the company in their meeting held today i.e., 2<sup>nd</sup> December, 2024, inter-alia, considered and approved the slump sale of the “*Tiles segment business*” of the Company carried under the global brands “Neolith and Levantina Techlam” to Mega Surfaces and Lifestyle Private Limited.

The business transfer would be via slump sale on going concern basis at a lump sum sale consideration through execution of Business Transfer Agreement (“BTA”), without values being assigned to individual assets and liabilities as contemplated under the Income Tax Act, 1961, on such terms and conditions as contained in the BTA and subject to such other approvals/ consents as may be necessary from the regulatory/ statutory authorities and subject to further conditions that may be imposed by any person or authority while granting such approvals.

The additional information required to be disclosed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, pertaining to the Scheme is enclosed as **Annexure-A**.

The Meeting of the Board of Directors commenced at 11:00 A.M (IST) and concluded at 12:00 P.M. (IST)

We request you to kindly take on record the same.

Thanking You

**For Marble City India Limited**

Saket Dalmia  
Dalmia

Digitally signed by Saket Dalmia  
Date: 2024.12.02  
12:28:40 +05:30

**Saket Dalmia**  
**Managing Director**

**Information as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023**

**Annexure-A**

SN	Particulars	Details								
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p><b>Marble City India Limited</b> (<i>hereinafter referred to as 'the transferor Company'</i>) was incorporated on December 13, 1993. The Company is a Public Limited company having five Directors namely Mr. Saket Dalmia, Mr. Amit Dalmia, Mr. Pradip Asopa, Mr. Nirdesh Agarwal, Mr. Himanshu Duggal and Mrs. Usha Sharma and its shares are listed on the Bombay Stock Exchange Limited (BSE Limited). The Company is engaged in the manufacturing, processing, trading and selling of Imported Marble Blocks/ Slabs and Imported Tiles.</p> <p><b>Mega Surfaces and Lifestyle Private Limited</b> formerly known as SND Constructions Private Limited (<i>hereinafter referred to as 'the transferee Company'</i>) was incorporated on June 19, 2006. The Company is engaged in the business of producing/manufacturing, trade, import, export, purchase, sell and generally deals in all kind of tiles, sanitaryware and fittings, kitchenware &amp; fittings, home décor items, false ceilings, Heating Devices including bathroom cabinets, facades, faucets, furniture and fixtures etc.</p> <p style="text-align: right;"><i>(Amount in Lakhs)</i></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Revenue as on 31<sup>st</sup> March, 2024</th> <th style="text-align: center;">% of total Revenue of the Transferor Company as on 31 March, 2024</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">642.22</td> <td style="text-align: center;">13.99%</td> </tr> <tr> <th style="text-align: center;">Net Worth as on 31<sup>st</sup> March, 2024</th> <th style="text-align: center;">% of total Net Worth of the Transferor Company as on 31 March, 2024</th> </tr> <tr> <td style="text-align: center;">754.57</td> <td style="text-align: center;">27.30%</td> </tr> </tbody> </table>	Revenue as on 31 <sup>st</sup> March, 2024	% of total Revenue of the Transferor Company as on 31 March, 2024	642.22	13.99%	Net Worth as on 31 <sup>st</sup> March, 2024	% of total Net Worth of the Transferor Company as on 31 March, 2024	754.57	27.30%
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2.	Date on which the agreement for sale has been entered into	02 <sup>nd</sup> December, 2024								
3.	The expected date of completion of sale/ disposal	Subject to fulfilment of terms and conditions as under the Transaction Documents, the completion of the transaction is expected within an estimated period of 6 months, subject to any extension as per terms of the Transaction Documents.								
4.	Consideration received from such sale/ disposal.	No cash consideration is payable for Slump Sale. Tile Segment business of the Company is valued at INR 9,50,00,000/- ( <i>Rupees Nine Crore Fifty Lacs only</i> ) and in terms of the Business transfer								

		agreement and based on Valuation Report, the consideration shall be discharged by way of issue of Equity Shares by the transferee company subject to compliance with applicable Rules/Regulations.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ Promoter group/ group companies. If yes, details thereof.	The transferee company forms part of the Promoter group of the transferor company.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	The transaction with the transferee company will fall within related party transactions and the same is at "Arms length" basis.
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	The proposed transaction does not form part of any Scheme of Arrangement. The slump sale is being proposed to be undertaken through a Business Transfer Agreement between the transferor and transferee company. Transferor and Transferee Company will obtain the prior approval of the shareholders in compliance with the provisions of regulation 23 of LODR regulations and section 180(1)(a) read with section 188 of the Companies Act, 2013.
<b>Indicative disclosures</b>		
8a.	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.	Refer line item at S. No. 1 above
8b.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Refer line item at S. No. 6 above
8c.	Area of business of the entity(ies)	<b>Transferor Company-</b> Marble City India Limited is engaged in the imports, manufacturing, processing, trading and selling of Marble Blocks/ Slabs and tiles, faucets etc. and is also all India master distributor of Global brand like Levantina Techlam from Spain and

		<p>major distributor Global brand of Neolith from Spain and Uniterra respectively.</p> <p><b>Transferee Company- Mega Surfaces and Lifestyle Private Limited</b> is engaged in the business of producing/manufacturing, trade, import, export, purchase, sell and generally deals in all kind of tiles, sanitaryware and fittings, kitchenware &amp; fittings, home décor items, false ceilings, Heating Devices including bathroom cabinets, facades, faucets, furniture and fixtures etc.</p>
8d.	<b>Rationale for slump sale</b>	This is in line with our strategic intent to focus sharply on our core categories. Further, post consummation of the slump sale, the transferee company will become the subsidiary of the transferor company.
8e.	<b>In case of cash consideration— amount or otherwise share exchange ratio</b>	Refer line item at S. No. 4 above
8f.	<b>Brief details of change in shareholding pattern (if any) of listed entity</b>	There will be no change in the shareholding pattern of listed entity i.e transferor company pursuant to the proposed slump sale.