

**Kitex Garments Limited**

(CIN: L18101KL1992PLC006528)

Regd. office: P. B. No. 5, Kizhakkambalam,
Alwaye, Kochi, Kerala - 683562

Phone: 91 484 4142000, Fax: 91 484 2680604

Email: sect@kitexgarments.com, website: www.kitexgarments.com

Ref: KGL/SE/2023-24/August/001

August 14, 2023

To,

BSE Limited Corporate Relationship Dept, 1st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort Mumbai- 400001, Maharashtra Scrip code: 521248	National Stock Exchange of India Ltd. 'Exchange Plaza', Bandra - Kurla Complex Bandra (E), Mumbai- 400051, Maharashtra Scrip: KITEX
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Dear Sir/ Ma'am,

Sub: **INTIMATION OF DISCLOSURE UNDER REGULATION 30A READ WITH CLAUSES 5A TO PARA A OF PART A OF SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SEBI CIRCULAR NO. SEBI/HO/CFD//CFD-POD-1/P/CIR/2023/123 DATED 13TH JULY, 2023**

In pursuance of Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, agreements entered by the by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements.

Accordingly, we hereby inform you that the Company has entered into a Sponsors Deed of Hypothecation and Supplementary Agreement to sponsors deed of hypothecation for the purpose of securing due payment/repayment of the Term loan, BG Facility, LC Facility or any other facility sanctioned by SBICAP TRUSTEE COMPANY LIMITED on behalf of Consortium of Banks headed by Axis Bank extended to the subsidiary Kitex Apparel Parks Limited.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Kitex Garments Limited**

Boby Michael

CFO & Compliance officer

DISCLOSURE UNDER SUB PARA – 5A OF PARA A OF PART A OF SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015								
SL. NO.	PARTICULARS	DISCLOSURE						
a)	if the listed entity is a party to the agreement,	Yes, the Company has entered into a Sponsors Deed of Hypothecation and Supplementary Agreement to sponsors deed of hypothecation for the purpose of securing due payment/repayment of the Term loan, BG Facility, LC Facility or any other facility sanctioned by SBICAP TRUSTEE COMPANY LIMITED on behalf of Consortium of Banks headed by Axis Bank extended to Kitex Apparel Parks Limited						
	i) details of the counterparties (including name and relationship with the listed entity)	<table border="1"> <thead> <tr> <th>Name of Counterparties</th> <th>Relationship with the listed entity</th> </tr> </thead> <tbody> <tr> <td>1) KITEX CHILDRENSWEAR LIMITED (CIN: U18101KL1991PLC006048)</td> <td>Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)</td> </tr> <tr> <td>2) KITEX APPAREL PARKS LIMITED (CIN: U18100TG2021PLC157154)</td> <td>Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares. Mr. Sabu M. Jacob, Managing Director of the Company also holds position as Managing Director in Kitex Apparel Parks Limited. Mrs. Sindhu Chandrasekharan, Whole Time Director of Kitex Garments Limited is also a Director of KAPL.</td> </tr> </tbody> </table>	Name of Counterparties	Relationship with the listed entity	1) KITEX CHILDRENSWEAR LIMITED (CIN: U18101KL1991PLC006048)	Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)	2) KITEX APPAREL PARKS LIMITED (CIN: U18100TG2021PLC157154)	Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares. Mr. Sabu M. Jacob, Managing Director of the Company also holds position as Managing Director in Kitex Apparel Parks Limited. Mrs. Sindhu Chandrasekharan, Whole Time Director of Kitex Garments Limited is also a Director of KAPL.
Name of Counterparties	Relationship with the listed entity							
1) KITEX CHILDRENSWEAR LIMITED (CIN: U18101KL1991PLC006048)	Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)							
2) KITEX APPAREL PARKS LIMITED (CIN: U18100TG2021PLC157154)	Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares. Mr. Sabu M. Jacob, Managing Director of the Company also holds position as Managing Director in Kitex Apparel Parks Limited. Mrs. Sindhu Chandrasekharan, Whole Time Director of Kitex Garments Limited is also a Director of KAPL.							
b)	if listed entity is not a party to the agreement	Not Applicable since the Company is a Party to the agreement						
	i. name of the party entering into such an agreement and the relationship	As mentioned above						

	with the listed entity							
	ii. details of the counterparties to the agreement (including name and relationship with the listed entity);	As mentioned above						
	iii. date of entering into the agreement.	24 th April, 2023						
c)	purpose of entering into the agreement	The Company has entered into a Sponsors Deed of Hypothecation and Supplementary Agreement to sponsors deed of hypothecation for the purpose of securing due payment/repayment of the Term loan, BG Facility, LC Facility or any other facility sanctioned by SBICAP TRUSTEE COMPANY LIMITED on behalf of Consortium of Banks headed by Axis Bank extended to Kitex Apparel Parks Limited. Charges will be created over the Subordinated debt for the purpose of securing due payment/repayment of the facility extended to Kitex Apparel Parks Limited						
d)	shareholding, if any, in the entity with whom the agreement is executed	<table border="1"> <thead> <tr> <th>Name of the entity</th> <th>Details of shareholding</th> </tr> </thead> <tbody> <tr> <td>KITEX CHILDRENSWEAR LIMITED (KCL)</td> <td>Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)</td> </tr> <tr> <td>KITEX APPAREL PARKS LIMITED (KAPL)</td> <td>Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares.</td> </tr> </tbody> </table>	Name of the entity	Details of shareholding	KITEX CHILDRENSWEAR LIMITED (KCL)	Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)	KITEX APPAREL PARKS LIMITED (KAPL)	Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares.
Name of the entity	Details of shareholding							
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KITEX APPAREL PARKS LIMITED (KAPL)	Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares.							
e)	significant terms of the agreement (in brief)	The Company has entered into a Sponsors Deed of Hypothecation and Supplementary Agreement to sponsors deed of hypothecation for the purpose of securing due payment/repayment of the Term loan, BG Facility, LC Facility or any other facility sanctioned by SBICAP TRUSTEE COMPANY LIMITED on behalf of Consortium of Banks headed by Axis Bank extended to Kitex Apparel Parks Limited. Charges will be created over the Subordinated debt for the purpose of securing due payment/repayment of the facility extended to Kitex Apparel Parks Limited						
f)	extent and the nature of impact on management or control of the listed entity							

g)	details and quantification of the restriction or liability imposed upon the listed entity	There are no restrictions imposed upon the listed entity. However, the total liability of Rs. 20,230,000,000/- (Rupees Two Thousand Twenty-Three Crore only) shall be	
h)	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Yes	
		Name of Party	Relationship
		KITEX CHILDRENSWEAR LIMITED (KCL)	Kitex Childrenswear Limited is a Promoter and shareholder of Kitex Garments Limited (Shareholding: 1,05,85,822 equity shares i.e. 15.92%)
		KITEX APPAREL PARKS LIMITED (KAPL)	Kitex Apparel Parks Limited is the subsidiary of Kitex Garments Limited with a Shareholding of 267,750,000 equity shares i.e. 70% of total shares. Mr. Sabu M. Jacob, Managing Director of the Company also holds position as Managing Director in Kitex Apparel Parks Limited. Mrs. Sindhu Chandrasekharan, Whole Time Director of Kitex Garments Limited is also a Director of KAPL.
i)	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, the pricing mechanism of RPTs would be as per Arm's Length criteria based on the market price or alternative pricing method of relevant materials and/ or services. Valuation report or other external report, as may be applicable, shall be obtained by the parties concerned. In the case of reimbursements/ recoveries, same would-be basis actual cost incurred.	
j)	in case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable. Since no shares are issued to any parties	
k)	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	No directors are nominated to the Board of Directors of the Listed entity pursuant to the afore-mentioned agreement. There are no potential conflict of interests arising out of the said agreement.	
l)	in case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s)	Not applicable since no rescission, amendment or alteration is made to the aforementioned agreement.	

	i. name of parties to the agreement;	As mentioned above
	ii. nature of the agreement;	As mentioned above
	iii. date of execution of the agreement;	As mentioned above
	iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier);	As mentioned above
	v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	As mentioned above

For **Kitex Garments Limited**

Boby Michael

CFO & Compliance officer