

Ref.: TCL/18-19/107

12th February, 2019

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir/Ma'am,

Ref: Scrip Code- 509945

Sub: Outcome of Board Meeting

Dear Sir/Ma'am,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

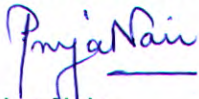
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at their Meeting held today, have accorded their approval for the proposed acquisition of 5 (Five) Zero Percent Non-Cumulative Redeemable Preference Shares of Pudumjee Plant Laboratories Limited, an unlisted group company.

The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are given in the enclosed Annexure.

Please take the same on record.

Thanking you,

Yours faithfully,
For THACKER AND COMPANY LIMITED


Priya Nair
Company Secretary



Encl: As above.

Annexure

The details, as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are mentioned hereunder:

Sr. No.	Details/Clarifications	Response
a)	Name of the target entity, details in brief such as size, turnover etc.	Name : Pudumjee Plant Laboratories Limited ('Issuer Company'/'Target Company'). Business : Tissue Culture, Agricultural Produce. Turnover/Income : Rs. 9,07,945 (as on 31 st March, 2018)
b)	(i) whether the acquisition would fall within related party transaction(s) (ii) whether the promoter/promoter group/group companies have any interest in the entity being acquired (iii) If yes, nature of interest and details thereof and (iv) whether the same is done at "arms' length";	(i) Yes. (ii) Yes (iii) The Acquirer (Thacker And Company Limited), the Seller (Chem Mach Private Limited) and Target Company (Pudumjee Plant Laboratories Limited) are part of the same Promoter Group. (iv) Yes. The subject shares are being purchased at the same price/consideration, which the transferor has paid to the Issuer Company.
c)	Industry to which the entity (of which shares) being acquired belongs;	Agriculture
d)	Object 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);	The Company already holds 0.0001% of the equity shares capital of Pudumjee Plant Laboratories Limited. It is proposed to hold the Zero Percent Non-Cumulative Redeemable Preference Shares of the Issuer Company, in proportion to the equity shares held by the Company in the Issuer Company. Post-acquisition, the Company will hold 0.0001% of the preference share capital of the Target Company.

e)	Brief details of any governmental or regulatory approvals required for the acquisition;	No governmental approvals are required for proposed acquisition. Although the proposed acquisition comprises of 0.0001% of the total preference shareholding of the unlisted Target Company, the preference shares are not convertible into equity and do not have any voting rights and do not have any entitlement for dividend and hence the proposed acquisition would not trigger provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.								
f)	Indicative time period for completion of acquisition.	Within 6 months								
g)	Nature of consideration – whether cash consideration or share swap and details of the same.	Cash Consideration.								
h)	Cost of acquisition or the price at which the shares are acquired	The proposed acquisition is expected to cost the Company, an approximate sum of Rs. 50 (Rupees Fifty Only)								
i)	Percentage of shareholding/ control acquired and/or number of shares acquired	Not exceeding 5 (Five) Zero Percent Non-Cumulative Redeemable Preference Shares of face value of Rs. 10 each, constituting 0.0001% of Preference Share Capital of the Target Company.								
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last three years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>Pudumjee Plant Laboratories Limited is a unlisted public limited company incorporated on 21st April, 1994. Its registered office is presently at Thergaon, Pune – 411 033. It is primarily into tissue culture and agricultural produce.</p> <table border="1"> <thead> <tr> <th>Financial Year</th> <th>Turnover & Income (Rs.)</th> </tr> </thead> <tbody> <tr> <td>FY2017-18</td> <td>9,07,945</td> </tr> <tr> <td>FY2016-17</td> <td>6,46,029</td> </tr> <tr> <td>FY2015-16</td> <td>10,95,118</td> </tr> </tbody> </table> <p>Pudumjee Plant Laboratories Limited has presence only in India.</p>	Financial Year	Turnover & Income (Rs.)	FY2017-18	9,07,945	FY2016-17	6,46,029	FY2015-16	10,95,118
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