



**Coromandel Engineering Company Limited**  
(ISO 9001:2015 & BS OHSAS 18001:2007 Certified Company)  
Registered and Corporate Office:  
Parry House, V Floor, 43, Moore Street, Chennai 600 001, India  
P.B. No. 1698, Tel: 25301700  
CIN No: L74910TN1947PLC000343  
Email: coromandelengg@cec.murugappa.com  
Website: www.coromandelengg.com

29<sup>th</sup> September, 2023

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001

**Stock Code: 533167**

Dear Sirs,

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

We wish to inform you that the Board of the Company met today and has taken note of the Share purchase agreement ("SPA") entered between sellers (as set out Part I of Annexure A) forming part of the promoter/promoter group, and purchasers (as set out in Part II of Annexure A) for selling upto 24,353,733 equity shares of the Company of Rs. 10/- each aggregating to 73.28% in the share capital of the Company. The parties to the agreement are more fully detailed in Annexure A.

The execution of the SPA has triggered the obligation on the Purchasers to make an open offer to the public shareholders of the Company in terms of Regulation 3(1) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 is enclosed as Annexure B.

Kindly take the above information on record.

Thanking you,

Yours faithfully,  
For Coromandel Engineering Company Limited

C. Parvathi Nagaraj  
Company Secretary

Encl. a.a.



## Annexure A

### I. Details of the Sellers

Sl.no	Category of shareholder	Total nos. shares held	%
1	Umayal R	33,800	0.10
2	A Vellayan	2,85,895	0.86
3	Lalitha Vellayan	4,560	0.01
4	V Narayanan	3,456	0.01
5	V Arunachalam	816	0.00
6	A Venkatachalam	2,84,935	0.86
7	Meyammai Venkatachalam	5,232	0.02
8	MV.AR Meenakshi	16,164	0.05
9	M M Murugappan	4,56,730	1.37
10	Meenakshi Murugappan	6,400	0.02
11	M M Veerappan	1,800	0.01
12	M M Muthiah	1,800	0.01
13	M A Alagappan	41,210	0.12
14	Arun Alagappan	3,26,610	0.98
15	M A M Arunachalam	3,61,610	1.09
16	AM Meyammai	45,400	0.14
17	Lakshmi Chockalingam	28,800	0.09
18	M A Alagappan(Hold shares in the capacity as kartha of M A Alagappan HUF)	1,600	0.00
19	M M Murugappan(Hold shares in the capacity as kartha of M M Muthiah HUF)	13,500	0.04
20	E.I.D.Parry (India) Limited	42,938	0.13
21	Parry Infrastructure Company Private Limited	25,00,100	7.52
22	Dare Ventures Limited	25,00,100	7.52
23	Ambadi Investments Limited	34,92,579	10.51
24	Parry Agro Industries Limited	25,00,100	7.52
25	Ambadi Enterprises Limited	10,00,100	3.01
26	Murugappa Management Services Limited	12,51,712	3.77
27	Cholamandalam Home Finance Limited (formerly known as Cholamandalam Distribution Services Limited)	25,00,100	7.52
28	Chola Insurance Distribution Services Private Limited (formerly known as Chola Insurance Services Private Limited)	8,00,364	2.41
29	Chola Business Services Limited	8,56,398	2.58
30	Kartik Investments Trust Limited	26,776	0.08



31	Cholamandalam Financial Holdings Limited (formerly known as TI Financial Holdings Limited)	4,33,481	1.30
32	Carborundum Universal Limited	30,42,900	9.16
33	Murugappa Educational & Medical Foundation	55,502	0.17
34	M A Alagappan Holdings Private Limited	14,600	0.04
35	AMM Vellayan Sons P Limited	12,094	0.04
36	MM Muthiah Sons P Limited	48,430	0.15
37	MM Muthiah Research Foundation	38,930	0.12
38	AR Lakshmi Achi Trust	13,556	0.04
39	M A Murugappan Holdings LLP	14,600	0.04
40	MA.Alagappan Grand Children Trust (Arun Alagappan & A A Alagammai holds shares on behalf of the Trust)	1,41,430	0.43
41	Arun Murugappan Children's Trust (MAM Arunachalam & Sigappi Arunachalam holds shares on behalf of the Trust)	1,16,430	0.35
42	Sigapi Arunachalam (Holds shares in the capacity of trustee of Murugappan Arunachalam ChildrenTrust)	10,000	0.03
43	M M Muthiah Family Trust (M M Murugappan and M M Muthiah holds shares on behalf of the Trust)	15,479	0.05
44	M M Veerappan Family Trust (M M Murugappan and Meenakshi Murugappan holds shares on behalf of the Trust)	15,479	0.05
45	M V Muthiah Family Trust (M M Venkatachalam and M V Muthiah holds shares on behalf of the Trust)	19,479	0.06
46	Lakshmi Venkatachalam Family Trust (M M Venkatachalam and Lakshmi Venkatachalam holds shares on behalf of the Trust)	4,53,610	1.36
47	Saraswathi Trust (M V Subbiah, S Vellayan, M V Seetha Subbiah holds on behalf of the Trust)	35,543	0.11
48	Shambho Trust (M V Subbiah, S Vellayan, Kanika Subbiah holds on behalf of the Trust)	2,98,547	0.90
49	M V Subramanian Family Trust (M M Venkatachalam and M V Subramanian holds shares on behalf of the Trust)	19,479	0.06
50	M V Subbiah (Hold shares in the capacity as Kartha of HUF)	85,165	0.26
51	Lakshmi Ramaswamy Family Trust (AA Alagammai & Lakshmi Ramaswamy holds shares on behalf of the trust)	77,414	0.23
	Total	2,43,53,733	73.28



## II. Details of the Purchasers

Details	Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4
<b>Name of Acquirer</b>	Mr. Sundeeep Anand Jegath Rakshagan	Accord Distillers & Brewers Private Limited	Teyro Labs Private Limited	Jam Hotels and Resorts Private Limited
<b>Registered Address</b>	No 1, First Main Road, Kasthuribai Nagar Chennai, 600020	No. 29 Tilak Street, T Nagar, Chennai, 600017	No. 29 Tilak Street, T Nagar, Chennai, 600017	No. 310, 3rd Floor, Rear Entrance "Swiss Complex", 33, Race Course Road, Bangalore 560001

## Annexure B

	Particulars	Information
a.	if the listed entity is a party to the agreement, i. details of the counterparties (including name and relationship with the listed entity);	The listed entity is not a party to the agreement
b.	if listed entity is not a party to the agreement, i. name of the party entering into such an agreement and the relationship with the listed entity;  ii. details of the counterparties to the agreement (including name and relationship with the listed entity);  iii. date of entering into the agreement.	As per Annexure A. The sellers are part of the promoter/promoter group of the listed entity. The counterparty (Purchasers) are not related to the Listed entity  29 <sup>th</sup> September 2023
c.	purpose of entering into the agreement	The Purchasers more fully detailed in Annexure A have offered to purchase the shares of the Sellers, forming part of the Promoter/promoter Group, more fully detailed in Annexure and acquire control of the Company.  The Purchase Consideration payable by the Purchasers to the Sellers aggregates upto Rs. 32,87,75,395.50.
d.	shareholding, if any, in the entity with whom the agreement is executed;	As detailed in Annexure A
e.	significant terms of the agreement (in brief)	The shares of the Sellers will be transferred through an off market



		<p>purchase after completion of twenty-one working days from the date of Detailed Public Statement.</p> <p>The Purchasers have not entered into any non-compete arrangement with the Sellers.</p> <p>From the date of execution of the SPA, till the completion of the transfer under the SPA, the Sellers are not permitted to:</p> <ol style="list-style-type: none"><li>1. dispose off any interest in the shares being transferred or any part thereof, or grant any option or right of pre-emption over, or otherwise encumber the shares being transferred or any of them;</li><li>2. commence or continue any discussions and negotiations of any form whatsoever with other persons or their representatives, wherein the party in question is or was contemplating becoming a shareholder of the Company;</li><li>3. enter into any contract, option or other agreement, arrangement or understanding or negotiation with respect to transfer of any of the shares being transferred.</li></ol> <p>Post completion of the transfer, the Sellers, shall not hold any Equity Shares of the Target Company and shall be reclassified from "Promoter and Promoter Group" category in accordance with the provisions of Regulation 31A of the SEBI (LODR) Regulations, 2015.</p>
f.	extent and the nature of impact on management or control of the listed entity;	Pursuant to the consummation of the Underlying Transaction, the Buyers will become the promoters of the Target Company and the Sellers will cease to be the promoters /part of the Promoter Group and relinquish the control and management of the Target Company in favor of the Acquirers, in accordance with and in compliance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and



		Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations").
g.	details and quantification of the restriction or liability imposed upon the listed entity;	Not applicable
h.	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	No, the Purchasers are not related to promoter/promoter group/ group companies.
i.	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	No, the transaction is not between related parties
j.	in case of issuance of shares to the parties, details of issue price, class of shares issued;	Not applicable
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.;	Not applicable
l.	in case of rescission, amendment or alteration of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); e) reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	Not applicable

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