



# MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2023/522

Date: February 01, 2024

To,

Head, Listing Compliance Department BSE Limited P. J. Towers Dalal Street, Mumbai - 400 001 Scrip Code/Symbol: <b>539957; MGL</b>	Head, Listing Compliance Department National Stock Exchange of India Ltd Exchange Plaza, Bandra –Kurla Complex, Bandra (East), Mumbai - 400051 Script Symbol: <b>MGL</b>
---	--

**Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Acquisition of Unison Enviro Private Limited**

Dear Sir/Madam,

In continuation to our letter dated 3<sup>rd</sup> March 2023 and 25<sup>th</sup> January 2024 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11<sup>th</sup> July, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 (“SEBI Circulars”), we wish to inform that the Company has acquired 100% equity shares of Unison Enviro Private Limited (“UEPL”) on 1<sup>st</sup> February 2024 through purchase of shares from its existing shareholders at a cash consideration of Rs. 562.09 Crore. Accordingly, UEPL has become Wholly Owned Subsidiary of the Company with effect from 1<sup>st</sup> February 2024. Further, in accordance with the arrangement with lenders of UEPL, the Company has provided Corporate Guarantee to the lenders of UEPL to assure the due performance and compliance of terms of borrowings by UEPL.

The details required under read with above referred SEBI Circulars are enclosed herewith and marked as **Annexure – 1**.

A copy of the Press Release is enclosed herewith as **Annexure – 2**.

We request you to take the above information on your records.

Thanking you,  
Yours sincerely,

**For Mahanagar Gas Limited**

**Atul Prabhu**  
**Company Secretary and Compliance Officer**  
**ACS No.: 64051**

**Annexure – 1**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Name of party for which such guarantees or indemnity or surety was given	Unison Enviro Private Limited (“UEPL”)
2	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at “arm’s length	The promoter/ promoter group/ group companies do not have any interest in the transaction.  Company has provided Corporate Guarantee for its Wholly Owned Subsidiary Company on an arms’ length basis.
3	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee	Company has executed Deed of Guarantee in favour of the Security Trustee to assure the due performance and compliance of all terms, conditions, and covenants of Rupee term loan facility for an aggregate principal amount not exceeding Rs. 543 Crore and working capital facility for an aggregate principal amount not exceeding Rs. 23 Crore.
4	Impact of such guarantees or indemnity or surety on listed entity	The issuance of guarantee by the Company as above does not have any material impact on the Company. MGL undertakes in the event of any default in payment/ repayment or reimbursement of any of the Secured Obligations or in the event of occurrence of an Event of Default, MGL shall forthwith pay, repay or reimburse, as the case may be in accordance with the terms of this Guarantee.



## Mahanagar Gas Limited Completes its First Acquisition 100% Equity in Unison Enviro Transferred to MGL

**Mumbai, February 01, 2024** – Mahanagar Gas Limited (MGL), one of the largest city gas distribution companies in India, announces the acquisition of 100% equity stake in Unison Enviro Private Limited (UEPL). This strategic acquisition, the first in MGL's history, solidifies the company's commitment to its long-term growth strategy.

The acquisition was completed on 1<sup>st</sup> February 2024, subsequent to the receipt of approval from Petroleum and Natural Gas Regulatory Board (PNGRB) on 13<sup>th</sup> December 2023. Prior to the transfer, Ashoka Buildcon Ltd. (ABL) and an investment fund managed by Morgan Stanley India Infrastructure (MSII) held equity in UEPL.

**Mr. Ashu Shinghal, Managing Director, Mahanagar Gas Limited said,** *“Unison Enviro Private Limited is our first acquisition. It is a momentous occasion for MGL, marking a significant milestone in our corporate history. The acquisition of UEPL aligns with our commitment towards realising our long-term growth plans. It will not only help expand our core business of City Gas Distribution but will also help UEPL in ensuring a higher growth trajectory by leveraging deep domain knowledge, optimisation of cost structure through possible integration and synergies.”*

*“We extend a warm welcome to the employees, partners, vendors, and customers of UEPL into the MGL family”, he added.*

**Mr. Ashish Kataria, Director of Ashoka Buildcon Limited, said,** *“The transaction showcases ABL’s ability to identify, implement and successfully divest in new and promising sectors. We have reiterated our commitment to give our investors a good return and help the country transition to cleaner energy. We thank our investor Morgan Stanley India Infrastructure for their contribution in making this a successful venture. With Mahanagar Gas Limited acquiring hundred per cent stake in UEPL, we are delighted to have delivered value to all its stakeholders.”*

**Mr. Shyamsundar Gurumoorthy, Managing Director of Morgan Stanley India Infrastructure, added,** *“At the time of our investment, UEPL was a pre-revenue company and its scale-up to a profitable business serving 25,000+ customers has been a rewarding journey. We are proud to have partnered with Ashoka Buildcon Limited to build UEPL.”*

The Share Purchase Agreement between MGL, UEPL, and its shareholders, ABL and MSII, was signed on 3<sup>rd</sup> March 2023, resulting in the acquisition at a cash consideration of Rs 562 crore. HDFC Bank served as the exclusive Transaction Advisor to MGL, while Kotak Mahindra Capital Company was the exclusive financial advisor to Ashoka Buildcon Limited and the investment fund managed by Morgan Stanley India Infrastructure.

In addition to this landmark acquisition, MGL has further diversified its energy portfolio with the establishment of Mahanagar LNG Private Limited. MGL is also working with Brihanmumbai Municipal Corporation (BMC) to set up one of the largest Biogas plants based on Municipal Solid Waste in Mumbai. Hydrogen, EV, Renewables are adjacent areas for MGL to expand its energy portfolio for which the company is actively engaged in exploring opportunities to fuel its growth.