

JKCL/BSE-NSE/2023-24/Intimation-Toshali

5<sup>th</sup> June, 2023

BSE Ltd.,  
Corporate Relationship Department,  
1st floor, New Trading Ring, Rotunda Building,  
Phiroze Jeejeebhoy Towers Dalal Street, Fort,  
Mumbai-400001.  
**Scrip Code :532644(ISIN- INE823G01014)**  
**Through: BSE Listing Centre**

National Stock Exchange of India Ltd.,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai-400051  
**Scrip Code:**  
**JKCEMENT(ISIN.INE823G01014)**  
**Through: NEAPS**

Dear Sir,

**Sub: Disclosure of events (Execution of Share Purchase Agreement) under Regulation 30 of the SEBI (LODR) Regulations 2015 (Listing Regulations) to acquire 100% equity shares of Toshali Cements Pvt. Ltd**

This is to inform you that the Board of Directors in its meeting held early today has accorded in principle approval to sign/execute a Share Purchase Agreement with The Shareholders and also with Toshali Cements Private Limited ('Toshali') for acquisition of 100% Equity Shareholding from all the existing shareholders of Toshali.

The Share Purchase Agreement would become effective subject to fulfilling/achieving Conditions Precedents (CPs) as per the said Share Purchase Agreement. The Board of Directors of the Company has empowered the Committee of Directors to do the needful once the conditions precedent are achieved. Upon making of such investment, Toshali will become a subsidiary of the Company.

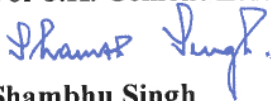
Necessary intimation as required under Regulation 30 of SEBI LODR read with SEBI Circular No. CIR/CFD/CMD/4/2015 dt.09.09.2015 is attached as **Annexure 1**. Request you to take the aforesaid information on record.

The Meeting commenced at 5 P.M. and concluded at 6.15 P.M

Thanking you,

Sincerely

For J.K. Cement Ltd.



Shambhu Singh

Vice President (Legal) &amp; Company Secretary

M.No. FCS - 5836

**Corporate Office**

- 📍 Prism Tower, 5th Floor, Ninaniya Estate, Gwal Pahari, Gurugram, Haryana-122102
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White Cement Wall Putty

**Manufacturing Units at :**

Nimbahera, Mangrol, Gotan (Rajasthan) | Muddapur (Karnataka)  
Jharli (Haryana) | Ujjain, Katni (M.P.) | Aligarh (U.P.) | Balasinor (Gujarat)



### Annexure 1

Sr. No.	Details Required	Information of such event
1	Name of the target entity, details in brief such as size, turnover etc.	Toshali Cements Private Limited ("Toshali") at present has two manufacturing Units: 1. Integrated Units with Clinker Capacity of 0.33 MTPA; Grinding Capacity of 0.198 MTPA. The Unit is located at Ampavalli, District-Koraput, Odisha. 2. Grinding Unit of 0.435 MTPA annual cement production capacity. The Unit is located at Choudwar, District- Cuttack, Odisha.  The transaction is subject to necessary statutory and regulatory approvals.
2	Whether the acquisition would fall within related party transactions(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	No, J. K. Cement Limited and its associates are not related parties of Toshali and hence the proposed transaction is not a Related Party Transaction.
3	Industry to which the entity being acquired belongs	They are engaged, <i>inter alia</i> , in business of manufacture and sale of Cement and clinker.
4	Objects 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 acquisition will help the Company expand its footprint into the Eastern Region.
5	Brief details of any governmental or regulatory approvals required for the acquisition	The acquisition is subject to requisite approvals.
6	Indicative time period for completion of the acquisition	The transaction is subject to fulfillment of certain condition presidents and may likely complete upto 6 months.

*Shambhu Singh*



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- : 2 :-

7	Nature of consideration- whether cash consideration or share swap and details of the same	The consideration shall be in the form of Cash.
8	Cost of acquisition or the price at which shares are acquired	Total cost of acquisition is Rs 157 Crores.
9	Percentage of shareholding/ control acquired and/ or number of shares acquired	The Company will acquire management control and hold 100% of the paid-up capital of Toshali
10	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Toshali was incorporated in 2002 and at present has two manufacturing Units: 1. Integrated Units with Clinker Capacity of 0.33 MTPA; Grinding Capacity of 0.198 MTPA. The plant is operational and located at Ampavalli, District-Koraput, Odisha. 2. Grinding Unit of 0.435 MTPA annual cement production capacity. The plant is operational and located at Choudwar, District- Cuttak, Odisha.



**For J. K. Cement Ltd.**

*Shambhu Singh*  
 (Shambhu Singh)

Vice President (Legal) Company Secretary  
 FCS-5836

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