

**Ref: STL/REG-30/BSE/NSE/ 2021-22/97**

**Dated: 27<sup>th</sup> January, 2022**

To,  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400001

To,  
Listing Department  
National Stock Exchange of India Limited  
C-1, G Block, Bandra Kurla Complex  
Bandra, (E), Mumbai- 4000051

**BSE Code: 541163, NSE: SANDHAR**

**Sub: Intimation for signing of Shareholders Agreement**

**Ref: Regulation 30 read with part A of schedule III to the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Dear Sir/Madam,

We wish to inform that the Sandhar Technologies Limited ("STL") has entered into Shareholders Agreement (SHA) on 27<sup>th</sup> January, 2022 with Kwangsung Corporation Ltd ("KSC"), Kwangsung Sandhar Technologies Private Limited ("KSTPL") and Kwangsung Sandhar Automotive Systems Private Limited ("KSASPL") for the purpose of subscription/acquisition of Equity Shares in KSASPL.

The details as required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are given as under: -

1.	Name(s) of parties with whom the agreement is entered	Sandhar Technologies Limited, Kwangsung Corporation Ltd, Kwangsung Sandhar Technologies Private Limited and Kwangsung Sandhar Automotive Systems Private Limited
2.	Purpose of entering into the agreement	The Shareholders Agreement records the terms of subscription / acquisition of shares in KSASPL.
3.	Shareholding, if any, in the entity with whom the agreement is executed	STL and KSC are holding 51.05% and 48.95% Shareholding of KSTPL (Joint Venture Company) respectively.  Further, KSASPL is wholly owned subsidiary of KSTPL
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	<ul style="list-style-type: none"> <li>❖ The agreement is entered for subscription / acquisition of Equity Shares in KSASPL by STL and KSC in 50:50 ratio of fresh issue.</li> <li>❖ STL and KSC has right to nominate 2 (Two) Directors each.</li> <li>❖ Right of first refusal and Standard clauses etc. have been incorporated in the Shareholders Agreement.</li> </ul>



**Sandhar Technologies Limited**

5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	The said parties are inter-se related viz. STL and KSC are the Joint Ventures Parties of the KSTPL having shareholding 51.05% and 48.95%, respectively. Further, KSTPL is 100% Holding Company of KSASPL.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Yes, the transaction is on Arm's Length basis.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	KSASPL will issue 1,18,60,000 equity shares to STL and KSC, from time to time, in one or more tranches as per applicable law.
8.	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;	None
9.	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):	Not Applicable

The above information will also be available on the website of the Company at [www.sandhargroup.com](http://www.sandhargroup.com).

Kindly take the same on record and acknowledge.

Thanking you,

For Sandhar Technologies Limited

  
**Komal Malik**  
Company Secretary &  
Compliance Officer



**Sandhar Technologies Limited**