

7<sup>th</sup> December, 2023

**National Stock Exchange  
of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051  
**Scrip Code: SANGHIIND**

**BSE Limited**  
Corporate Relations  
Department  
P.J. Towers, Dalal Street  
Mumbai 400 001  
**Scrip Code: 526521**

Dear Sir/ Madam,

**Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Adoption of amended and restated Memorandum of Association and Articles of Association of Sanghi Industries Limited (“the Company”)**

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company at their Board Meeting held today, 7<sup>th</sup> December, 2023 has, *inter alia*, approved the following items of the business subject to the approval of the shareholders of the Company: -

1. Adoption of amended and restated Memorandum of Association (“MOA”) of the Company; and
2. Adoption of amended and restated Articles of Association (“AOA”) of the Company.

Further, the brief details of the amended and restated MOA and amended and restated AOA, as required under Regulation 30 read with Para A of Part A of the Schedule III of the SEBI Listing Regulations are annexed herewith as *Annexure - 1*.

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

You are requested to take the above on record.

Thanking you,

Yours Sincerely,

For **SANGHI INDUSTRIES LIMITED**

**Anil Agarwal**  
**Company Secretary & Compliance Officer**

**Sanghi Industries Limited**  
**Registered Office**  
Sanghinagar - 501511  
R.R. District, Telangana, India  
Ph:08415 – 242217  
[www.sanghiment.com](http://www.sanghiment.com)

**Corporate Office**  
Adani Corporate House  
Shantigram, S. G. Highway  
Khodiyar, Ahmedabad – 382421  
Gujarat, India  
Ph +91 79-2555 5555

CIN: L18209TG1985PLC005581

**Disclosures and confirmations under Regulation 30, Clause 14 of Para A Part A of Schedule III of SEBI Listing Regulations, SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:**

1. Adoption of amended and restated Memorandum of Association of the Company.

S. No.	Summary of amendments, in brief
1.	Amendment of Clause II of the Memorandum of Association of the Company, as approved at the Extra-Ordinary General Meeting held on April 1, 2023, by way of a special resolution, pursuant to the shifting of the Registered Office of the Company from the State of Telangana to the State of Gujarat.
2.	Amendment of Clause III (i.e., the Objects Clause) of the Memorandum of Association in accordance with the provisions of the Companies Act, 2013 and the business undertaken by the Company.
3.	Amendment of Clause IV of the Memorandum of Association by way of substitution with the following clause, in accordance with the Companies Act, 2013:  <i>"IV. The Liability of the member(s) is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them."</i>

2. Adoption of amended and restated Articles of Association of the Company.

S. No	Summary of amendments, in brief
1.	Adoption of amended and restated Articles of Association in order to align with the Company's parent company and other listed entities in the Adani group.
2.	Pursuant to the Share Purchase Agreement dated August 03, 2023 (" <b>SPA</b> "), amongst (a) the Company (b) certain members of the promoter/promoter group of the Company viz. Mr. Ravi Sanghi, Ms. Anita Sanghi, Ms. Ekta Gupta, Mr. Aditya Sanghi, Mr. Alok Sanghi, Sanghi Polymers Private Limited, Samruddhi Investors Services Private Limited, Flarezeal Solutions LLP and Thinkfar Tradelink Private Limited (collectively referred to as " <b>Sellers</b> ") and (c) Ambuja Cements Limited (" <b>ACL</b> "), the Sellers have agreed to exercise voting rights in respect of any shares held by them post the consummation of the transaction contemplated in the SPA only in accordance with the written instructions/ directions of ACL or, in the absence of such instructions, in the same manner as and consistent with, the exercise of voting rights by ACL in the Company.  Consequent to the acquisition of control over the Company by ACL, it is proposed to incorporate the aforesaid agreement amongst the parties to the SPA in the amended and restated AOA.

**Sanghi Industries Limited**

**Registered Office**

Sanghinagar - 501511  
R.R. District, Telangana, India  
Ph:08415 – 242217  
[www.sanghicement.com](http://www.sanghicement.com)

**Corporate Office**

Adani Corporate House  
Shantigram, S. G. Highway  
Khodiyar, Ahmedabad – 382421  
Gujarat, India  
Ph +91 79-2555 5555

CIN: L18209TG1985PLC005581