



KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963
E-mail: info@kritiindia.com Website: http://www.kritiindia.com

CIN : L25206MP1990PLC005732

KIIL/SE/2024-25

03rd May, 2024

Online filing at: www.listing.bseindia.com and
<https://neaps.nseindia.com/NEWLISTINGCORP/login.jsp>

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001(M.H.)
BSE Script ID: KRITIIND, BSE CODE: 526423

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051(M.H.)
Symbol: KRITI

Subject: Intimation of Scheme of Amalgamation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulation)

Dear Sir/ma'am,

Pursuant to the provisions of Regulation 30(2) read with clause 7 of Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, we wish to inform you that the Board of Directors on recommendation of audit committee and in its board meeting held on Friday, 03rd May, 2024 has considered the amalgamation of Kriti Auto & Engineering Plastics Private Limited (Wholly Owned Subsidiary) with the Company.

We submit the following information as required under SEBI (LODR) Regulations, 2015.

S. No.	Particulars	Disclosures
1.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;	<p>1. Name of the entity(ies) forming part of the amalgamation/merger, details :</p> <p>Details of Transferor Company: Kriti Auto & Engineering Plastics Private Limited (CIN U25206MP2007PTC019323) is an unlisted public limited Company incorporated under the provisions of the Companies Act, 2013, having registered office situated at Mehta Chamber, 34, Siyaganj, Indore, Madhya Pradesh, 452007, India.</p> <p>The Transferor Company is a wholly owned subsidiary of Transferee Company and is not listed on any stock exchange in India or abroad.</p>



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		<p>Details of Transferee Company: Kriti Industries (India) Limited (CIN: L25206MP1990PLC005732) is a listed public company incorporated under the provisions of the Companies Act, 2013, having registered office situated at Mehta Chamber, 34, Siyaganj, Indore, Madhya Pradesh, 452007, India.</p> <p>The Transferee Company's equity shares are listed on BSE Limited and the National Stock Exchange of India Limited.</p> <p>Details of net worth and turnover of the Transferee Company and the Transferor Companies: (Amount in Lacs)</p> <table border="1"><thead><tr><th>Name of companies</th><th>Net Worth as of March 31, 2024</th><th>Total Turnover as of March 31, 2024</th></tr></thead><tbody><tr><td>Kriti Auto & Engineering Plastics Private Limited</td><td>894.84</td><td>0.00</td></tr><tr><td>Kriti Industries (India) Limited</td><td>15041.61</td><td>86662.61</td></tr></tbody></table>	Name of companies	Net Worth as of March 31, 2024	Total Turnover as of March 31, 2024	Kriti Auto & Engineering Plastics Private Limited	894.84	0.00	Kriti Industries (India) Limited	15041.61	86662.61
Name of companies	Net Worth as of March 31, 2024	Total Turnover as of March 31, 2024									
Kriti Auto & Engineering Plastics Private Limited	894.84	0.00									
Kriti Industries (India) Limited	15041.61	86662.61									
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The Transferor Company is a wholly owned subsidiary of the Transferee Company. The proposed merger does not fall within the purview of related party transactions in view of General Circular No. 30/2014 dated July 17, 2014, issued by the Ministry of Corporate Affairs and since the same is subject to the sanction of the National Company Law Tribunal. Further, pursuant to Regulation 23(5)(b) of the Listing Regulation, the related party transaction provisions are not applicable to the scheme as the same is between the holding company and its wholly owned subsidiary company and the Scheme is also exempted from the provisions of SEBI Master Circular No. SEBI/HO/CFD/DIL 1/CIR/P/2021/0000000665 dated 23rd November, 2021.									
3.	area of business of the entity(ies);	Kriti Industries (India) Limited is engaged in the manufacture of polymer pipes. These comprise Poly Vinyl Chloride (PVC) and Poly Ethylene (PE) pipes used in the downstream applications of potable water supply, irrigation, building construction and infrastructure. Kriti Auto & Engineering Plastics Private Limited has discontinued its business operations and is not going concern.									
4.	rationale for amalgamation/merger	Consolidation and simplification of the group structure, cost savings resulting from rationalization, standardization and simplification of business processes; Avoiding un-necessary duplication of costs of administration, distribution, selling and marketing and reduction in legal and regulatory compliances; Achieving economies of scale; Simplification of group structure by eliminating multiple companies within the group.									
5.	in case of cash consideration – amount or otherwise share exchange ratio;	The Transferor Company is a wholly-owned subsidiary of the Transferee Company. Thus, no cash consideration is involved.									



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6.	brief details of change in shareholding pattern (if any) of listed entity.	Not Applicable since no shares are being issued by transferee company to transferor company
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Due to the technical glitches, we could not file the above disclosure in time. Therefore, kindly condone the delay.

This is for your information and record.

Thanking you
Yours Faithfully,
FOR, KRITI INDUSTRIES (INDIA) LIMITED

TANUJ SETHI
COMPANY SECRETARY & COMPLIANCE OFFICER