



MUFIN GREEN FINANCE LIMITED

Formerly known as APM Finvest Ltd.

To,
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051

Ref: BSE Scrip Code 542774

Ref: MUFIN

Sub: Outcome of the meeting of the Board of Directors of Mufin Green Finance Limited (“Company”) held on Saturday February 03, 2024

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Dear Sir,

In terms with provisions of Regulation 30 read with Schedule III of the SEBI LODR Regulations, we would like to inform you that the Board of Directors of the Company at its meeting held today i.e., Saturday, February 03, 2024, has inter-alia considered and approved the following matters:

1. Execution of the Share Purchase Agreement (“SPA”) and Acquisition:

The Board have approved execution of share purchase agreement entered with Promoters and Promoter Group of LKP Finance Limited (“Target Company”) namely Mr. Mahendra V. Doshi, Mr. Mahendra V. Doshi (On behalf of L.K. Pandey, Partnership Firm), Mr. Pratik M. Doshi, Ms. Ira Pratik Doshi (through her natural guardian Mr. Pratik M. Doshi), Ms. Samaya P. Doshi (through her natural guardian Mr. Pratik M. Doshi), Ms. Shital A. Sonpal, M/s. Bhavana Holdings Private Limited and M/s. Sea Glimpse Investments Private Limited for acquisition of 56,96,312 Equity Shares representing 45.32% of the total paid up share capital along with complete management and control of target company subject to compliance with applicable provisions of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto and subject to approval from Reserve Bank of India in terms of RBI .

The information in connection with the SPA, pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed as **Annexure A**.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as **Annexure - B**.

2. Approval of Open Offer pursuant to SEBI SAST Regulations:

The Board has also appointed Merchant Banker to proceed with Open Offer in view of acquisition of 56,96,312 Equity Shares representing 45.32% of the total paid up share capital along with complete management control of LKP Finance Limited in compliance with applicable provisions of SEBI (SAST) Regulations, 2011.

CIN : L65990RJ2016PLC054921



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Corporate office : 202, 2nd Floor, Best Sky Tower, Netaji Subhash Place, Pitampura, New Delhi -110034

Registered Office : SP-147, RIICO Industrial Area, Bhiwadi, Distt. Alwar, Rajasthan-301019



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3. Approval for Incorporation of New Companies

Considered and approved incorporation of New Companies with such names as may be approved by the Registrar of Companies, Ministry of Corporate Affairs.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as **Annexure - C**.

The meeting was commenced at 12:30 P.M. and concluded at 01:40 P.M.

This is for your information and record.

Thanking you,

For Mufin Green Finance Limited

Mayank Pratap Singh
Company Secretary & Compliance Officer

Date: 03.02.2024

Place: Delhi

CIN : L65990RJ2016PLC054921



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**DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015.**

S. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered.	<p>The parties to the share purchase agreement (“SPA”) are as follows:</p> <p>(i) Mufin Green Finance Limited (Acquirer-1)</p> <p>(ii) Mr. Kapil Garg (Acquirer-2)</p> <p>(iii) Sellers</p> <p>a) Mr. Mahendra V. Doshi, b) Mr. Mahendra V. Doshi (On behalf of L.K. Pandey, Partnership Firm), c) Mr. Pratik M. Doshi, Ms. Ira Pratik Doshi (through her natural guardian Mr. Pratik M. Doshi), d) Ms. Samaya P. Doshi (through her natural guardian Mr. Pratik M. Doshi), e) Ms. Shital A. Sonpal, f) M/s. Bhavana Holdings Private Limited and g) M/s. Sea Glimpse Investments Private Limited</p> <p>Collectively referred as “Parties”</p>
2.	Purpose of entering into the agreement	The SPA has been entered into Parties for recording the terms and conditions for acquiring 56,96,312 Equity Shares (i.e. 45.32%) of LKP Finance Limited (“Target Company”) from the Sellers.
3.	Shareholding, if any, in the entity with whom the agreement is executed.	Nil
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.	Pursuant to SPA, the company shall have the right to nominate majority of the Directors on the Board and control over the affairs of the Company upon completion of the transaction and subject to the approval of regulatory authorities.

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5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	The sellers and Purchaser company neither the directors of both the companies are not related to the promoter/ promoter group/ group companies in any manner.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"?	This transaction is not a related party transaction.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued.	NA
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.	Not Applicable
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): (a) name of parties to the agreement (b) nature of the agreement (c) date of execution of the agreement (d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

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S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	LKP Finance Limited CIN: L65990MH1984PLC032831 Turnover: Rs. 2,500.22 lakhs (as per March 31,2023 year ended financial statement)
2.	Whether the acquisition would fall within related party transaction(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".	NA
3.	Industry, to which the entity being acquired belongs	Non-Banking Financial Company
4.	Objects and impact 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)	Intending to achieve strategic goals, expansion of business.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	The Acquisition will be in Compliance with the SEBI SAST Regulations and RBI Regulations with respect to Non-Banking Financial Companies
6.	Indicative time period for completion of the acquisition	May 2024 (Tentative)
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	The price at which the promoters shareholding of target company will be acquired is for Rs. 250 per share
9.	Percentage of shareholding / control acquired and / or number of shares acquired	The Company is proposing to acquire 56,96,312 Equity Shares representing 45.32% of the shareholding of the Target Company
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)	<u>Brief background about the entity to be acquired in terms of products/line of business acquired</u> Target Company is Non Banking Financial Company registered with Reserve Bank of India and into business

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		<p>of Investments and Credits.</p> <p><u>Date of Incorporation:</u></p> <p>05.05.1984</p> <p><u>Last 3 years turnover:</u></p> <p>2022-2023: Rs. 2,500.22 Lakhs 2021-2022: Rs. 5554.01 Lakhs 2020-2021: Rs. 9,563.69 Lakhs</p> <p>Country in which the acquired entity has presence:</p> <p>India</p>
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S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Companies proposed to be incorporated with names as may be approved by the Registrar of Companies, Ministry of Corporate Affairs. Proposed Authorized Capital is Rs. 1,00,000 for each company.
2.	Whether the acquisition would fall within related party transaction(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".	Companies after incorporation will become related party.
3.	Industry, to which the entity being acquired belongs	Infrastructure and Green Transport Mobility and other allied activities
4.	Objects and impact 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)	Intending to enter into new business line through new companies.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6.	Indicative time period for completion of the acquisition	Not Applicable
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Subscription of Capital in Cash
8.	Cost of acquisition and/or the price at which the shares are acquired	Not Applicable
9.	Percentage of shareholding / control acquired and / or number of shares acquired	More Than 50%
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)	Not applicable. Since proposed Companies is yet to be incorporated.

