

Date: 19th November, 2021

<p>The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, 'G' Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. Code - DOLLAR</p>	<p>The Secretary, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 541403</p>
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Dear Sir(s),

Sub: Disclosure under Regulation 30 read with Part A (5) of Schedule III of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015 - Joint Venture (JV) Agreement

Pursuant to regulation 30 read with Part A(5) of Schedule III of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015, we would like to inform you the following:-

- i. Pepe Jeans Innerfashion Private Limited is 50:50 joint venture of Dollar Industries Limited (Dollar) and Pepe Jeans Europe BV (Pepe) incorporated under a joint venture agreement dated 11th August 2017 .
- ii. Pepe being desirous to exit from Pepe Jeans Innerfashion Private Limited had offered Dollar to buy out Pepe's entire stake in accordance with the clause dealing with Right of First Offer (ROFO) in the said JV agreement.
- iii. Dollar , in exercise of its rights as per JV Agreement, has renounced the ROFO and has agreed to the transfer of shares held by Pepe in Pepe Jeans Innerfashion Private Limited in favor of **G.O.A.T Brand Labs PTE. Limited (G.O.A.T)**, a body corporate incorporated under the laws of Singapore with (UEN: 202115672K) and having its registered office at 1 Raffles Place, # 34-04, One Raffles Place, Singapore 048616 or any of their affiliates and G.O.A.T has agreed to purchase the same. (Profile of G.O.A.T is mentioned in Annexure B). Consequently, G.O.A.T shall purchase the entire stake of Pepe Jeans Europe BV and has executed a Share Purchase Agreement (SPA) with Pepe.

Accordingly, the existing JV agreement between Pepe and Dollar would stand terminated on transfer of shares by Pepe to G.O.A.T.

- iv. Due to proposed sale of its stake by Pepe to G.O.A.T, Dollar would be entering into new JV agreement with G.O.A.T. The existing License agreement of the JV Company with Pepe Hungry KFT for use of their trademark 'Pepe Jeans /Pepe Jeans London' would continue to be used by the JV Company on such revised terms and conditions as may be agreed on between the JV Company and Pepe.

The Board of Dollar in its meeting held on 18th November, 2021 has approved draft JV Agreement and the same would be executed upon transfer of shares by Pepe to GOAT and simultaneous termination of existing JV agreement.



DOLLAR INDUSTRIES LTD.

(AN ISO 9001:2015 CERTIFIED ORGANISATION)

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CIN NO. : L17299WB1993PLC058969



v. The stake of Dollar Industries Limited would not be affected and the business activity of Pepe Jeans Innerfashion Private Limited will continue as been done presently.

This information is disseminated to you in compliance with Regulation 30 and other applicable regulations of SEBI (LODR) Regulations, 2015.

Further, the details disclosure as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is given in **Annexure 'A'** to this letter.

This may please be informed to all the concerned.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Dollar Industries Limited



Vinod Kumar Gupta
Managing Director
DIN: (00877949)

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DISCLOSURE UNDER PART A OF SCHEDULE III OF SEBI (LODR) REGULATIONS, 2015

Name(s) of parties whom the agreement is entered	Joint Venture Agreement would be entered between Dollar Industries Ltd and G.O.A.T. Brand Labs Pte. Limited
Purpose of entering into the agreement	Proposed change in the JV partner.
Shareholding, if any, in the entity with whom the agreement is executed	50:50 shares in the paid-up share capital carrying voting rights by both the JV partner and 2% non-voting shares would be subscribed by GOAT in addition to shares carrying voting rights.
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.	The new JV Partner i.e. G.O.A.T Brand Labs Pte (G.O.A.T) , will purchase 1,00,00,000 equity shares of the JV Company from Pepe Jeans Europe BV (Pepe) which constitutes 50% of the paid-up share capital in the JV Company. In addition to the above G.O.A.T will further subscribe 2% of additional non-voting equity on the existing and increased paid up capital. All other terms of existing agreement have been agreed and incorporated in the draft JV Agreement.
Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No. None of the JV partners are related.
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	No, since no JV partners are related
In case of issuance of shares to the parties, details of issue price, class of shares issued	G.O.A.T would subscribe 2% additional stake in the form on Non-voting Equity Shares to be issued by Pepe Jeans Innerfashion Private Limited on preferential basis u/s 42 of the Companies Act, 2013. Accordingly, the voting rights of both the JV partners would not affect.
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.	All the other existing terms would remain same.
In case of termination or amendment of agreement: a. Name of the Parties to the agreement b. Nature of agreement c. Date of execution of the agreement	The existing JV agreement would be stand terminated on transfer of shares by Pepe to G.O.A.T – a. Dollar Industries Ltd and Pepe Jeans Europe BV b. JV Agreement

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<p>d. Details of amendment and impact thereof or reasons of termination and impact thereof.</p>	<p>c. 11.08.2017</p> <p>d. One of the existing JV partner viz. Pepe Jeans Europe BV have sold its entire stake to new JV partner. There will no impact in the business of Pepe Jeans Innerfashion (P) Ltd. in any manner.</p>
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Annexure-B

GOAT BRAND LABS PRIVATE LIMITED

Helping Brands and Their Passionate Founders Thrive

G.O.A.T Brand Labs (G.O.A.T) is a company which invests in and scales digitally native brands in the Lifestyle space (fashion, home & kitchen, nutrition, beauty and personal care). Founded by Industry veterans Rishi Vasudev and Rameswar Misra and backed by marquee investors like Tiger Global and Flipkart Ventures, G.O.A.T supports brands by providing them with growth capital, data-based insights, seamless operations and deep expertise in brand building, digital marketing and product development.

The G.O.A.T philosophy is provide brands access to the best resources so that they scale rapidly. G.O.A.T will fuel exponential growth of its portfolio of brands across all channels - marketplaces, brand's e-commerce platforms, offline retail, and global markets too, by providing them with a tech enabled platform for end-to-end integration replete with deep digital marketing expertise. G.O.A.T's integrated platform will help the brands maintain high efficiency and gain from economies of scale. G.O.A.T's vision is to make its brands the Greatest of All Time – G.O.A.T

The founders of G.O.A.T, Rishi Vasudev and Rameswar Misra, bring with them decades of expertise in this space. Rishi has vast experience of building and scaling fashion and lifestyle brands (in both online and offline) in his previous roles as Flipkart's Group Head - Fashion (Flipkart and Myntra) and as CEO of iconic brands and retailers - Calvin Klein India, Lifestyle Departmental Store & Home Centre. Rameswar, who was co-founder of D2C brand Turms and previously an SVP at VOONIK, has first-hand experience in creating, launching and scaling brands in the fashion space. The G.O.A.T founding team also comprises senior leaders with vast experience in Brand building, Digital marketing, Fashion design, M&A and Operations.

G.O.A.T recently announced its Series A funding of approx. \$36 million which includes Equity and Debt. This round was led by Tiger Global, with participation from Flipkart Ventures, Mayfield, Nordstar Capital & BetterLabs. Some prominent Angels who invested in G.O.A.T are Sujeet Kumar (Udaan), Dr. Ranjan Pai (Manipal Group), Alex Kuruvilla (Conde Naste India), and Virendra Gupta (Daily Hunt).

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