

17th October, 2019

The General Manager,
Corporate Relationship Dept.,
BSE Ltd.
1st Floor, New Trading Ring,
Rotunda Building,
P. J. Towers, Dalal Street, Fort,
Mumbai-400 001
(Stock Code: 531548)

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051
(Stock Code: SOMANYCERA)

Sub: Allotment of shares of Somany Ceramics Limited to the shareholders of Bhilwara Holdings Limited (“BHL”), Sarvottam Vanijya Limited (“SVL”) and Scope Vinimoy Private Limited (“SVPL”) (collectively referred as “Transferor Companies”) pursuant to the Scheme of Amalgamation.

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at its meeting held on Thursday, 17th October, 2019 (i.e. today) has approved the allotment of 1,90,87,200 (One Crore Ninety Lac Eighty Seven Thousand and Two Hundred) (in aggregate including fractional entitlement) fully paid up equity shares of face value of Rs. 2/- each of the Company to the eligible shareholders of BHL, SVL and SVPL as on the Record date i.e. Tuesday, 15th October, 2019, in proportion of their respective shareholding in BHL, SVL and SVPL i.e. 1 (One) fully paid up equity share of Rs. 2/- each of the Company for every 1 (one) fully paid up equity share of Rs. 2/- each held by BHL, SVL and SVPL in the Company, pursuant to the Scheme of Amalgamation of BHL, SVL and SVPL with the Company (“Scheme”) as approved by the Hon’ble National Company Law Tribunal, Kolkata Bench vide its order dated September 04, 2019.

The Board of Directors of the Company has also noted the cancellation & extinguishment of the existing investments held by BHL, SVL and SVPL in the share capital of the Company (i.e. total 1,90,87,200 fully paid up equity shares of face value of Rs. 2/- each of the Company), without any further application, act, deed, instrument on the part of the Company in terms of the provisions of the Scheme.

Accordingly, pursuant to aforesaid allotment and cancellation & extinguishment of shares of the Company, there will be no change in paid-up equity share capital of the Company.

The equity shares of the Company so allotted pursuant to the Scheme shall be subject to the provisions of the Memorandum and Articles of Association and shall rank *pari-passu* in all respects with the existing equity shares of the Company including dividend.



Necessary applications are being made by the Company to the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) for seeking relevant approval for listing/trading of the aforesaid allotted shares.

The meeting was commenced at 11:00 a.m. and concluded at 12.30 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,
For Somany Ceramics Limited


Ambrish Julka
GM (Legal) & Company Secretary
M. No. F4484

