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| 1 BSE Ltd.
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Security Code No. 500380
Through: BSE Listing Centre | 2 National Stock Exchange of India Ltd.
“Exchange Plaza”
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051
Symbol: JKLAKSHMI, Series : EQ
Through: NEAPS |
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Dear Sir/ Madam,

Re: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the Committee of Directors of the Company at its meeting held today i.e Friday, 9th February 2024 which commenced at 5:30 P. M. and concluded at 6:00 P.M., *inter alia*, considered and approved acquisition of 85% Equity Shareholding of Agrani Cement Pvt. Ltd. ('Agrani'). Consequent to acquisition of ('Agrani'), Trivikram Cement Pvt. Ltd., Mahabal Cement Pvt Ltd. and Avichal Cement Pvt Ltd, Wholly Owned Subsidiaries (WoS) of Agrani would also become subsidiaries of the Company (JK Lakshmi Cement Ltd.).

Pursuant to the aforesaid approval, the Company is entering into Share Purchase Agreement with Agrani and its Promoters/ Shareholders.

Brief details in respect of aforesaid information as required under Regulation 30 of the SEBI Listing Obligations and Disclosure Requirements Regulations), 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are given in the Annexure-I.

Thanking you and assuring you our best co-operation at all times.

Yours faithfully,
For JK Lakshmi Cement Limited

(Amit Chaurasia)
Company Secretary

Encl: a.a.



ANNEXURE-1

Sl. No.	Particulars	Disclosures
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Agrani Cement Pvt. Ltd.</p> <p>Registered Office: DK 1015, 10TH FLOOR, DLF GALLERIA, New Town, North 24 Parganas, New Town, West Bengal, India 700156.</p> <p>The Target entity was incorporated on 25th May 2022. Other details for the Financial Year ended 31st March 2023 are as under :-</p> <p>(a) Total Revenue - Nil (b) PAT - Nil (c) Total Asset Size - ₹ 99,080</p> <p>Consequent to the acquisition of the target entity, Trivikram Cement Pvt. Ltd., Mahabal Cement Pvt Ltd. and Avichal Cement Pvt Ltd, Wholly Owned Subsidiaries (WoS) of Agrani Cement Pvt Ltd., would also become subsidiaries of the Company (JK Lakshmi Cement Ltd.). Details of these WoS are annexed separately.</p> <p>For reference, Trivikram Cement Pvt. Ltd., Mahabal Cement Pvt Ltd., Avichal Cement Pvt Ltd. and Agrani Cement Pvt Ltd. are jointly called as Trivikram Consortium.</p>
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”.	The acquisition of Trivikram Consortium does not fall within the definition of Related Party Transaction specified under SEBI Listing Regulations. None of the Promoters/ Promoter Group/ Group companies have any interest in the above target entities.
3.	Industry to which the entity being acquired belongs.	Trivikram Consortium being acquired is in Cement Industry.

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Sl. No.	Particulars	Disclosures
4.	Objects and effects 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).	Units of Trivikram Consortium have been jointly granted Mining Rights in Assam having Limestone Reserves of Approx 335 Million Tonnes. Further, the Consortium will be utilised for setting up a Clinkerization Unit of 1 Million Tonnes & Cement Grinding Unit of 1.5 Million Tonnes in the First Phase. Thus, acquisition of Trivikram Consortium is in synergy with long -term strategic objective of the Company in the Cement business.
6.	Indicative time period for completion of the acquisition.	On or before 31 st March 2024
7.	Consideration – whether cash consideration or share swap or any other form and details of the same.	Cash Consideration.
8.	Cost of acquisition or the price at which the shares are acquired.	Cost of acquisition: ₹ 325.11 Crores
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	The Company will acquire 85% Equity Shares of Agrani Cement Pvt. Ltd. As mentioned at Sr. No. 1 above, consequent to acquisition of Agrani Cement Pvt. Ltd., its Wholly owned Subsidiaries (Trivikram Cement Pvt. Ltd., Mahabal Cement Pvt Ltd. and Avichal Cement Pvt Ltd.) would also become subsidiaries of the 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).	Please refer information provided at Sr. No. 1 above.



Annexure to Annexure-I

Name of Company	Trivikram Cement Pvt. Ltd.	Mahabal Cement Pvt. Ltd.	Avichal Cement Pvt. Ltd.
Registered Office	DK 1015, 10TH FLOOR, DLF GALLERIA, New Town, North24 Parganas, New Town, West Bengal, India, 700156	DK 1015, 10TH FLOOR, DLF GALLERIA, New Town, North24 Parganas, New Town, West Bengal, India, 700156	DK 1015, 10TH FLOOR, DLF GALLERIA, New Town, North24 Parganas, New Town, West Bengal, India, 700156
Date of Incorporation	07-02-2022	02-02-2022	18-04-2023
Brief Financial details	as on 31 st Mar 2023	as on 31 st Mar 2023	as on 31 st Dec 2023
Total Revenue	NIL	NIL	-
PAT	NIL	NIL	-
Total Asset Size	₹ 99,080	₹ 99,080	₹ 1,73,372

