



Match 12, 2020
Globus Spirits

National Stock Exchange of India Limited

Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

NSE Code: GLOBUSSPR

BSE Code: 533104

Dear Sir/Madam,

Sub: Outcome of Board meeting held on March 12, 2020 – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, we would like to inform the outcome of the meeting of the Board of Directors of the Globus Spirits Limited held on March 12, 2020.

The Board of Directors ('Board') of Globus Spirits Limited ('GSL' or 'Company') at its meeting held today has considered and approved a scheme of amalgamation (the 'Scheme') in relation to the proposed merger of the Company's subsidiary Unibev Limited ('UL') with the Company under Section 230 to 232 of the Companies Act, 2013 and rules thereof. Further the Board has authorised the Company to file the Scheme along with relevant disclosures, documents, certifications and undertakings with stock exchanges.

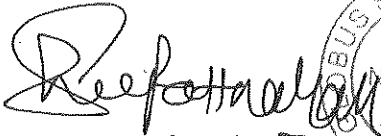
The Scheme is subject to receipt of approvals of shareholders and creditors of GSL and Unibev Limited and approval of other regulatory authorities as may be required, including those of the National Stock Exchange of India Limited, BSE Limited, Securities Exchange Board of India and the National Company Law Tribunal(s) ('NCLT'),


Please find enclosed **Annexure 1** containing details as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

For Globus Spirits Limited


Company Secretary



Globus Spirits Limited

(Corporate Identity Number: L74899DL1993PLC052177)

Registered & Corporate Office:

F-0, Ground Floor, The Mira Corporate Suites, Plot No. 1 & 2, Ishwar Nagar, Mathura Road, New Delhi 110065 Tel.: +91-11-66424600 Fax: 66424629

Works(1): Village: Shyampur, Tehsil: Behror 301701 Distt.: Alwar (Raj.) Tel.: +91-1494-516340-41

Works(2): Haryana Organics 4 KM., Chulkana Road, Samalkha 132101 Distt.: Panipat (Har.) Telefax: +91-180-2570122

Works(3): Associated Distilleries Hisar Bye-Pass, National Highway, Hisar 125044 (Har.) Tel.: +91-1662-291905


Works(4): Village: Dhandua, Tehsil: Jandaha, Hajipur 844505 Distt.: Vaishali (Bihar) Tel.: +91-9917437425

Works(5): Plot No. B-7, Panagarh Industrial Park, Panagarh 713420 Distt.: Burdwan (West Bengal) Tel.: +91-9800297777

E-Mail: corpoffice@globusgroup.in Web: www.globusspirits.com

ANNEXURE 1

S.No.	Particulars	Details							
		Company (Transferee Company)	UL (Transferor Company)						
a)	Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover etc.;	Globus Spirits Limited Standalone net worth (as at March 31, 2019): INR 410 Crores Standalone turnover (as at March 31, 2019): INR 1,073.46 Crores	Unibev Limited Standalone net worth (as at March 31, 2019): INR (-7.90) Crores Standalone turnover (as at March 31, 2019): INR 7.23 Crores						
b)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	The proposed merger does not fall within the purview of related party transaction in view of General Circular No. 30/2014 dated 17th July, 2014 issued by the Ministry of Corporate Affairs and since the same is subject to the sanction of the National Company Law Tribunal. UL is a subsidiary of the Company which currently has a 97.94% shareholding in UL. Arm's length share swap ratio for merger has been computed by an independent chartered accountant and also supported by a fairness opinion report from Merchant Banker.							
c)	Area of business of the entity(ies)	The Company is primarily involved in manufacturing and marketing of Indian Made Indian Liquor (IMIL) and Country Liquor.	UL is primarily engaged in manufacturing and marketing of premium brand liquor including Indian made Foreign Liquor.						
d)	Rationale for amalgamation/ merger	<p>a. Expansion of the business of Transferor company into IMFL trade as well. Post-merger, Globus shall operate in all the segments i.e. Country liquor, IMIL and IMFL;</p> <p>b. Consolidation of the businesses presently being carried on by the Transferor Company and the Transferee Company, which would create greater synergies between the businesses of both companies and would enable them to have access to better financial resources, as well as increase the managerial efficiencies.</p> <p>c. Combined entity would be able to effectively optimize the overall administration and statutory compliances.</p>							
e)	In case of cash consideration – amount or otherwise share exchange ratio	245 equity shares of Rs.10 each of the Company to be issued for every 1000 equity shares of Rs.10 each held by shareholders of UL, as on the record date fixed for this purpose. The shareholding of the Company in UL shall be cancelled upon Scheme coming into force.							
f)	brief details of change in shareholding pattern (if any)of listed entity	Pre-amalgamation shareholding pattern of the Company:							
		<table border="1"> <thead> <tr> <th>Category</th> <th>No. of shares</th> <th>Percentage(%)</th> </tr> </thead> <tbody> <tr> <td>Promoter</td> <td>1,60,54,036</td> <td>55.74%</td> </tr> </tbody> </table>	Category	No. of shares	Percentage(%)	Promoter	1,60,54,036	55.74%	
Category	No. of shares	Percentage(%)							
Promoter	1,60,54,036	55.74%							


 GLOBUS SPIRITS LIMITED
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		Public	1,27,45,232	44.26%
		Total	2,87,99,268	100.00%
		Additional Issue:		
		Category	No. of shares	Percentage(%)
		Promoter	-	-
		Public	34,809	0.12%
		Total	34,809	0.12%
		Post-amalgamation shareholding pattern of the Company:		
		Category	No. of shares	Percentage(%)
		Promoter	16,054,036	55.68%
		Public	1,27,80,041	44.32%
		Total	28,834,077	100%

