

JFL/NSE-BSE/2021-22/98

March 22, 2022

The Manager  
Department of Corporate Services  
**BSE Ltd.**  
25<sup>th</sup> Floor, P.J Towers,  
Dalal Street, Mumbai-400001  
**Scrip Code: 533155**

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400051  
**Symbol: JUBLFOOD**

**Sub-Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

**Re: Increase in shareholding of the Company in Jubilant Golden Harvest Limited**

Dear Sir/Madam,

This is in relation to our letters dated September 30, 2021 and January 27, 2022 with respect to the captioned matter. Pursuant to the Share Subscription and Shareholders' Agreement ("Agreement") dated March 6, 2018 executed between Jubilant Foodworks Ltd. ("JFL"), Jubilant Golden Harvest Limited ("JGHL") and Golden Harvest QSR Limited ("Golden Harvest"), JFL had informed the stock exchanges of JFL's exercise of the call option for acquiring 39% equity stake in JGHL from Golden Harvest ("**Call Option 1**") *vide* letter dated September 30, 2021.

JFL has now issued a notice to Golden Harvest to exercise its call option for acquiring the remaining 10% equity stake in JGHL from Golden Harvest ("**Call Option 2**"). Accordingly, JFL will acquire the complete 49% equity stake of Golden Harvest in JGHL and post the consummation of Call Option 1 and Call Option 2, JGHL shall become a wholly owned subsidiary of JFL.

In this regard, pursuant to provisions of Regulation 30 read with Schedule III of the Listing Regulations, please find attached herewith details of proposed acquisition by the Company in the prescribed format.

This is for your information and records.

Thanking you,  
For **Jubilant Foodworks Limited**

**Mona Aggarwal**  
**Company Secretary and Compliance Officer**  
Investor E-mail Id: [investor@jublfood.com](mailto:investor@jublfood.com)  
Encl:A/a  
**A Jubilant Bhartia Company**

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**Jubilant FoodWorks Limited**  
Corporate Office:  
5th Floor, Tower-D, Plot No. 5,  
Logix Techno Park, Sector-127,  
Noida - 201 304, U.P., India  
Tel : +91 120 4090500  
Fax: +91 120 4090599

Registered Office:  
Plot No. 1A, Sector 16-A,  
Noida - 201 301, U.P., India  
Tel : +91 120 4090500  
Fax: +91 120 4090599  
CIN No.: L74899UP1995PLC043677  
Email: [contact@jublfood.com](mailto:contact@jublfood.com)

**Disclosure under Regulation 30 of Listing Regulations is as under:-**

S No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Jubilant Golden Harvest Limited ('JGHL') is a subsidiary of Jubilant Foodworks Limited ('Company') and has the franchise rights to develop and operate Domino's Pizza restaurants in Bangladesh. As on December 31, 2021, JGHL has eight restaurants.  Total Revenue of JGHL in FY 2021 - BDT 19.24 crores
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 "arms length".	As on date, the acquisition of shares by the Company from Golden Harvest QSR Limited is not a related party transaction. Apart from JGHL being a subsidiary of the Company, none of the Promoter/Promoter Group/ Group Companies have any interest in JGHL whose shares are being acquired.  The transaction will be based on a Valuation Report to be obtained from a chartered accountant/ Independent Accounting Firm and hence on arm's length basis
3	Industry to which the entity being acquired belongs	Food Service Industry
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)	The objective of the Call Option 2 is to increase Company's shareholding in JGHL by 10% and along with the consummation of Call Option 1 (as previously disclosed), to 100%, thereby making JGHL a wholly owned subsidiary of the Company.
5	Brief details of any governmental or regulatory approvals required for the acquisition	The parties will obtain necessary governmental/ regulatory approvals, if required, under applicable laws for the transaction.

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6	Indicative time period for completion of the acquisition	Likely by April 27, 2022 subject to receipt of all applicable approvals, as may be required.
7	Nature of consideration - whether cash consideration or share swap and details of the same	All cash consideration
8	Cost of acquisition or the price at which the shares are acquired	Cost of acquisition will be based on a Valuation Report to be obtained from a chartered accountant/ Independent Accounting Firm and hence on arm's length basis.
9	Percentage of shareholding / control acquired and / or number of shares acquired	Pursuant to Call Option 2, the Company will acquire 10% from Golden Harvest and along with consummation of Call Option 1 (as previously disclosed), the Company will hold 100% equity stake in JGHL. Post completion of acquisition, JGHL will become wholly owned subsidiary of JFL.
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)	<p>Jubilant Golden Harvest Limited ('JGHL') is a public limited company incorporated in Bangladesh. JGHL is a subsidiary of Jubilant Foodworks Limited and has the franchise rights to develop and operate Domino's Pizza restaurants in Bangladesh. As on December 31, 2021, JGHL has eight restaurants.</p> <p>Date of Incorporation of JGHL: 21<sup>st</sup> December, 2017.</p> <p>History of last 3 years' Total Revenue:  FY 2018-19 - BDT 2.35 crores  FY 2019-20 - BDT 20.50 crores  FY 2020-21 - BDT 19.24 crores</p>

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