

Date: October 25, 2023

To Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra- 400051
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Dear Sir,

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Acquisition of shares and other restructuring pursuant to the Composite Scheme of Arrangement approved by the Hon'ble National Company Law Tribunal, New Delhi Bench-III, vide its order dated July 24, 2023

This is in reference to our earlier disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 submitted by S Chand And Company Limited (**"the Company"**) on July 31, 2023, August 16, 2023 and September 04, 2023 regarding the Hon'ble National Company Law Tribunal, New Delhi Bench-III, order dated July 24, 2023 (**"NCLT Order"**) approving the composite scheme of arrangement (**"the Scheme"**) amongst Blackie & Son (Calcutta) Private Limited (**"Blackie"**), Nirja Publishers & Printers Private Limited (**"Nirja"**), DS Digital Private Limited (**"DS Digital"**), Safari Digital Education Initiatives Private Limited (**"Safari"**) and S Chand And Company Limited (**"the Company"**).

The Scheme involves the following restructuring:

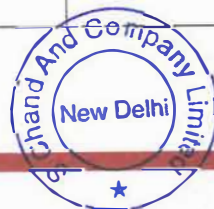
- Amalgamation of Nirja and Blackie with and into the Company;
- Demerger of educational Business of DS Digital and Safari with and into the Company;
- Amalgamation of DS Digital with residual business (business remaining after demerger of education business) with and into Safari.

Increase in shareholding of the Company in Safari

Pursuant to above arrangement, Safari vide its letter dated October 25, 2023 (Letter received today at 3.00 P.M.) intimated to the Company:

- That the Board of Directors of Safari at its meeting held on October 12, 2023 allotted following shares to the Company:

Sl. No.	Type of shares	No. of shares	Total Nominal Value of shares (In Rs.)
1	Equity	20,80,794	2,08,07,940
2	Preference	18,82,353	1,88,23,530



- That 1,77,85,000 equity shares constituting 40.08 percent equity shares of total equity shares (pre-allotment) of Safari as held by Nirja has been transferred in the name of the Company.

As on the effective date Nirja, a wholly owned subsidiary of the Company, was holding above mentioned 1,77,85,000 equity shares of face value of Rs. 10/- each constituting 40.08 percent equity shares of total equity shares of Safari. Pursuant to amalgamation of Nirja with and into the Company, the above mentioned shares have also been transferred in the name of the Company.

The details of pre-allotment / transfer shareholding and post allotment / transfer shareholding of the Company in Safari is as under:

Equity Shares:

Pre-allotment and transfer			Post-allotment and transfer		
No. of shares of face value of Rs. 10/- each	Total Nominal Value (In Rs.)	% of total Equity share capital	No. of shares of face value of Rs. 10/- each	Total Nominal Value (In Rs.)	% of total Equity share capital
2,65,84,168	26,58,41,680	59.92	4,64,49,962	46,44,99,620	99.99

Preference Shares:

Pre-allotment			Post-allotment		
No. of shares of face value of Rs. 10/- each	Total Nominal Value (In Rs.)	% of total Equity share capital	No. of shares of face value of Rs. 10/- each	Total Nominal Value (In Rs.)	% of total Equity share capital
Nil	Nil	Nil	18,82,353	1,88,23,530	100.00

The detailed required as per Schedule III of the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is attached herewith as **Annexure A**.

Safari and S. Chand Edutech Private Limited ceased to be wholly owned subsidiary of the Company

This is to further inform you that Safari has allotted 589 equity shares to public shareholders of DS Digital. Accordingly, Safari which was a wholly owned subsidiary of the Company has now ceased to be wholly owned subsidiary of the Company.

Safari holds equity shares in the following wholly owned subsidiary of the Company. Since, the Safari ceased to be a wholly owned subsidiary of the Company, therefore, the following company has also ceased to be a wholly owned subsidiary of the Company.



Sl. No.	Name of Company	Equity Shareholding of the Company (Directly and through other wholly owned subsidiary)		Equity Shareholding of Safari	
		No. of Equity Shares held of face value of Rs. 10/- each	% of total equity shares	No. of Equity Shares held of face value of Rs. 10/- each	% of total equity shares
1	S. Chand Edutech Private Limited	73,62,363	99.71	21,270	0.29

The detailed required as per Schedule III of the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is attached herewith as **Annexure B**.

Request you to kindly take note of the above.

Thanking You.

Yours Sincerely,

For S Chand And Company Limited

Jagdeep Singh

Company Secretary

Membership No: A15028

Address: A-27, 2nd Floor,

Mohan Co-operative Industrial Estate,

New Delhi-110044



Acquisition of shares of Safari Digital Education Initiatives Private Limited

Sl. No.	Particular	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Name: Safari Digital Education Initiatives Private Limited ("Safari") Net Worth (As on 31.03.2023): Rs. 77.58 million Turnover (FY 2022-23): Rs. 26.36 million
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"	Not applicable
3	Industry to which the entity being acquired belongs	Digital Education
4	Objects and impact 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)	Shares were allotted and transferred to the Company pursuant to composite scheme of arrangement approved by the Hon'ble National Company Law Tribunal, New Delhi Bench-III, vide its order dated July 24, 2023
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
6	Indicative time period for completion of the acquisition	Not applicable
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Shares were allotted and transferred to the Company pursuant to composite scheme of arrangement approved by the Hon'ble National Company Law Tribunal, New Delhi Bench-III, vide its order dated July 24, 2023
8	Cost of acquisition and / or the price at which the shares are acquired	Not applicable



9	Percentage of shareholding / control acquired and / or number of shares acquired	<p>Equity</p> <ul style="list-style-type: none"> - 1,98,65,794 Equity Shares of face value of Rs. 10/- each <p>Preference</p> <ul style="list-style-type: none"> - 18,82,353 preference shares of face value of Rs. 10/- each <p>Details of pre-allotment / transfer and post allotment / transfer shares are mentioned in the covering letter.</p>						
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>Safari was incorporated under The Companies Act, 1956 on 23rd June, 2010</p> <p>Turnover (In Million)</p> <table border="1" data-bbox="946 860 1441 943"> <thead> <tr> <th data-bbox="946 860 1110 898">FY 22-23</th> <th data-bbox="1110 860 1275 898">FY 21-22</th> <th data-bbox="1275 860 1441 898">FY 20-21</th> </tr> </thead> <tbody> <tr> <td data-bbox="946 898 1110 943">26.36</td> <td data-bbox="1110 898 1275 943">60.29</td> <td data-bbox="1275 898 1441 943">180.89</td> </tr> </tbody> </table> <p>Safari has presence in India only.</p>	FY 22-23	FY 21-22	FY 20-21	26.36	60.29	180.89
FY 22-23	FY 21-22	FY 20-21						
26.36	60.29	180.89						



**Safari Digital Education Initiatives Private Limited Ceased to be a wholly owned subsidiary of
the Company**

Sl. No.	Particular	Details
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	Name: Safari Digital Education Initiatives Private Limited Turnover of Safari Digital Education Initiatives Private Limited during FY 2022-23: Rs. 26.36 million
2	Date on which the agreement for sale has been entered into	Not applicable
3	The expected date of completion of sale / disposal	Not applicable
4	Consideration received from such sale / disposal	Not applicable
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Not applicable
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Not applicable
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	No



S. Chand Edutech Private Limited Ceased to be a wholly owned subsidiary of the Company

Sl. No.	Particular	Details
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	Name: S. Chand Edutech Private Limited Turnover of S. Chand Edutech during FY 2022-23: Rs. 35.18 million
2	Date on which the agreement for sale has been entered into	Not applicable
3	The expected date of completion of sale / disposal	Not applicable
4	Consideration received from such sale / disposal	Not applicable
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Not applicable
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Not applicable
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	No

