

Ref: STL/SE/ 2023-2024/Regulation 30/65
Dated: 23rd January, 2024

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001

To,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza C-1, G-Block, Bandra-Kurla
Complex, Bandra (East) Mumbai – 400051

BSE Code: 541163; NSE: SANDHAR

Dear Sir/ Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 .

Pursuant to Regulation 30 (read with Part A of Schedule III) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby inform that, in line with the Companies Strategic Investment and Expansion plan, Company proposes to acquire 12,05,000 (Twelve Lakh Five Thousand) equity shares equivalent to 20.08% of the total issued and paid up share capital of M/s Sandhar Tooling Private Limited (“Investee Company”) in one or more tranches from the existing Shareholders of the Investee Company.

In furtherance of the same, the Company has today i.e. 23rd Day of January, 2024, entered into the following agreements:

- i. Share Purchase Agreement to acquire 11,95,000 (Eleven Lakh Ninety-Five Thousand) equity shares equivalent to 19.92% of total issued and paid up share capital of the Investee Company from M/s Stitch Overseas Private Limited.
- ii. Share Purchase Agreement to acquire 5,000 (Five Thousand) equity shares equivalent to 0.08% of total issued and paid up share capital of the Investee Company from Mr. Parveen Satija.
- iii. Share Purchase Agreement to acquire 5,000 (Five Thousand) equity shares equivalent to 0.08% of total issued and paid up share capital of the Investee Company from Mr. Jayant Davar.

The Investee Company is a Subsidiary of the Company and Company currently holds 79.92% of the total issued and paid up share capital of the Investee Company. On the completion of the said proposed acquisition, the Company will hold 100% of total issued and paid up share capital of the Investee Company and the Investee Company will become Wholly-Owned Subsidiary of the Company.

Details as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as **Annexure A**.

Sandhar Technologies Limited

We request you to kindly take the above on record.

Thanking you.
Yours Faithfully.

FOR SANDHAR TECHNOLOGIES LIMITED

Yashpal Jain
(Chief Financial Officer)

Sandhar Technologies Limited

ANNEXURE-A

The details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is as under:

S.No.	Details of events that need to be informed	Information of such events
1	Name of the target entity, details in brief such as size, turnover etc.	Name: Sandhar Tooling Private Limited (“Investee Company”). Investee Company is engaged in the business of designing and manufacturing of Moulds, Dies Machine Tools, Zigs and Fixtures. Turnover: INR 1846.93 Lakhs (For the Financial year ended 31.03.2023)
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 said acquisition falls within the related party transaction. Other than to extent to their Shareholding in Company and in Investee Company. The promoter/promoter group companies do not have any interest in the entity being acquired.
3	Industry to which the entity being acquired belongs	The Company is engaged in the business of designing and manufacturing of Moulds, Dies Machine Tools, Zigs and Fixtures.
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).	The Company proposes to aggressively tap the opportunities prevailing in the Tooling Business with the acquisition the company can focus on the growth and the expansion plans, in order to be a market leader in the Business.
5	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable
6	Indicative time period for completion of the acquisition.	As per the Shareholders Agreement.
7	Consideration - whether cash consideration or share swap or any other form and details of the same.	Consideration in Cash.

Sandhar Technologies Limited

8	Cost of acquisition and/or the price at which the shares are acquired.	The total aggregate Consideration to be paid for the said Acquisition of 20.08 % of the total issued and paid up share capital of the Investee company is INR 4,94,05,000 (Indian Rupees Four Crore Ninety Four Lakh Five Thousand Only) at a share price of INR 41 (Indian Rupees Forty One) Per Share.
9	Percentage of shareholding / control acquired and / or number of shares acquired.	Company currently holds 79.92% of the total issued and paid up share capital of the Investee Company. And proposed to acquire 20.08% of the total issued and paid up share capital of the Investee 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).	<p>The Investee Company was incorporated in the year 2002 and has manufacturing facilities in Manesar Gurugram, with clientele being the leading OEM's of the Country.</p> <p>Turnover: Year 2022-23 : INR 1846.93 Lakhs Year 2021-22 : INR 1359.45 Lakhs Year 2020-21: INR 1130.94 Lakhs</p>

Sandhar Technologies Limited