

Date: 30<sup>th</sup> May, 2024

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400001

**Scrip Code: 514322**

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

Dear Sir/Madam,

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to submit that the Board of Directors of the Company at its meeting held on 29<sup>th</sup> May, 2024, Based on the recommendations of the Audit Committee and in terms of the Business Valuation Report of Registered Valuer, approved the transfer Business between our company and M/s Tritoma Fashion Lab Private Limited for the Transfer of the Frabic Distribution division and made to measure business of the Company for an aggregate cash consideration of Rs. 5.91 crores, without values being assigned to individual assets and liabilities, under a Business Transfer Agreement.

Enclosed as Annexure- A & B is the information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to take the above information on record.

Thanking you,

Yours faithfully

**For Kamadgiri Fashion Limited**

**Siddhant Singh**  
Company Secretary  
A40488

Annexure A

Disclosure of Information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| <b>Particulars</b>  | <b>Details</b>   |
|---|--|
| The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year             | Turnover of the unit was Rs. 68.36 Crore which is 30.70% of the total Turnover   |
| Date on which the agreement for sale has been entered into  | The Agreement will be execute on or before 25 <sup>th</sup> June, 2024   |
| The expected date of completion of sale/disposal  | 60-80 days   |
| Consideration received from such sale/disposal  | Rs. 5.91 Crore   |
| Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof   | Tritoma Fashion Lab Private Limited ("Transferee Company") was incorporated on 08th August, 2007 engaged in the Business of textile business and does not belong to any of the promoter/promoter group/group companies |
| Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";  | No   |
| 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 | Not Applicable   |
| Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale           | The transaction falls within the ambit of a Slump Sale, Hence it is required to disclose indicative disclosures provided for amalgamation/merger which are set out in Annexure B hereto.                               |

**Annexure B**

|   |  |
|---|--|
| Name of the entity(ies) forming part of the Business Transfer Arrangement, details in brief such as, size, turnover etc | <ol style="list-style-type: none"> <li>1. Kamadgiri Fashion Limited. was established in the year 1987 with an aim to produce finest quality fabrics at affordable prices. Since inception, KFL has expanded vertically into Customized Weaving, Branded Fabrics, Apparels, Institutional &amp; Uniform Supplies &amp; Offering Gifting options of pre-packed fabric lengths for various occasions having Turnover of Rs. 28,088.67 Lakhs as on F. Y. 202223.</li> <li>2. Tritoma Fashion Lab Private Limited was incorporated on 08th August, 2007 engaged in the Business of textile business having Turnover of Rs. 11.61 Lakhs as on F. Y. 2022-23</li> </ol> |
| Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length  | No   |
| Area of business of the entity(ies)   | Textile Business   |
| Rationale for Business Transfer Arrangement   | The decision to initiate a business transfer arrangement stems from a strategic evaluation of the company's current position, future goals, and market dynamics.   |
| In case of cash consideration - amount or otherwise share exchange ratio  | Rs 5.91 Crore  |
| Brief details of change in shareholding pattern (if any) of listed entity   | No Change in Shareholding Pattern  |

This is for your information and records

This disclosure is made in compliance with Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully

**For Kamadgiri Fashion Limited**

**Siddhant Singh**  
**Company Secretary**  
**A40488**