

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400001
E-mail: corp.relations@bseindia.com



1st February 2022

Dear Sir / Madam

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI LODR Regulations")

We have been informed that certain members of the Promoter and Promoter Group of the Company ("Sellers") have agreed to transfer their stake to Anupam Rasayan India Limited ("Purchaser") in accordance with the terms and conditions set out in a share purchase agreement ("Proposed Transaction").

In view of the Proposed Transaction, the Company, Birla Group Holdings Private Limited ("BGHPL"), the Purchaser and Tamil Nadu Industrial Development Corporation Limited ("TIDCO"), have entered into an amendment to the Joint Venture Agreement dated 4 October 1980 ("Amendment Agreement") on 01 February, 2022, whereby BGHPL shall be replaced by the Purchaser as a joint venture party on completion of certain regulatory requirement.

The Board of Directors of the Company, at its meeting held on 01 February, 2022 approved the execution of the Amendment Agreement and incidental matters.

We have also been informed that, pursuant to the execution of the share purchase agreement and Amendment Agreement, the Purchaser will make an open offer to the public shareholders of the Company, under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.


The details in connection with the Amendment Agreement which are required to be disclosed under Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed as Annexure I.

We request you to note the same.

Thanking you.

Yours sincerely

For **Tanfacs Industries Limited**


(Ravichandran N.R.)
Chief Financial Officer
Encl: a/a

TANFAC INDUSTRIES LIMITED (Joint Sector Company with TIDCO)

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GST : 33AAACT2591A1ZU CIN: L24117TN1972PLC006271



Annexure I

SR NO	PARTICULARS	DETAILS
1.	Name(s) of parties with whom the agreement is entered	An amendment to the Joint Venture Agreement dated 4 October 1980 has been entered on 01 February, 2022 (" Amendment Agreement ") between: <ul style="list-style-type: none"> • Tamil Nadu Industrial Development Corporation Limited ("TIDCO") • Birla Group Holdings Private Limited ("BGHPL"), • Anupam Rasayan India Limited ("Purchaser"), • Tanfac Industries Limited ("Company")
2.	Purpose of entering into the agreement	In view of the Proposed Transaction, the Amendment Agreement has been executed to replace BGHPL with the Purchaser as a joint venture partner in the Amendment Agreement, in accordance with the terms therein.
3.	Shareholding, if any, in the entity with whom the agreement is executed	Not Applicable
4.	Significant terms of the agreement (in brief), special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure, etc.	<p>a. The Purchaser shall acquire joint control of the Company pursuant to the Proposed Transaction.</p> <p>b. TIDCO will have the right to require the Purchaser to purchase all the equity shares of the Company held by TIDCO at any time post completion of the open offer.</p> <p>c. The Purchaser and TIDCO shall have the right to nominate equal number of directors to the board of the Company.</p>
5.	Whether, the said parties are related to the promoter / promoter group / group companies in any manner. If yes, nature of relationship	BGHPL and TIDCO are the promoters of the Company. The Purchaser is not related to the Company or its promoter/ promoter group/ group companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms' length"?	Not applicable
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable
8.	Any other disclosures related to such agreements, viz. details of nominees on the board of directors of the listed entity, potential conflict of interest arising out of such agreement	NIL
9.	In case of termination or amendment of the agreement, listed entity shall disclose additional details to the stock exchanges: a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof	As set out at paragraphs 1, 2 and 4 above.