

CFL/SE/2023-24/JUNE/02

June 15, 2023

The Manager (Listing) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 508814	The Manager (Listing) National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra – Kurla Complex Mumbai-400 051 Security ID: “COSMOFIRST”
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Sub: Intimation under Regulation 30 of Listing (Obligations and Discloser Requirements) Regulations, 2015

Dear Sir,

This is to inform you that the Company has entered into definitive agreement with Petsy Stores Private Limited, India (“Petsy”) and its holding company and promoters thereof for acquisition of its business of online sales of **Petcare** products as a going concern by way of a slump sale. The transaction is expected to be completed by June 30, 2023 or such other date as may be mutually agreed.

The detailed disclosure as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, is enclosed.

You are requested to take the same on your records.

Thanking You

Yours faithfully
For **Cosmo First Limited**
(Formerly Cosmo Films Limited)

Jyoti Dixit
Company Secretary & Compliance Officer

Encl: a/a

ANNEXURE-I

<p>Name of the target entity, details in brief such as size, turnover etc.;</p>	<p>Business (“the Business”) of online sales, marketing, promotion and distribution of various Petcare products undertaken by Petsy Stores Private Limited, India through the online e-commerce platform and/or third party marketplaces, and includes the following:</p> <ol style="list-style-type: none"> i. The online platform/website with URL www.petsy.online along with all inventory of seller; ii. Brand name and logo pertaining to “Petsy” iii. Social media handles/accounts on Facebook, Instagram, LinkedIn pertaining to the Petsy business; iv. All backend support software along with requisite licenses used for inventory/order processing/delivery/accounting; v. All assets and liabilities of seller, excluding the excluded assets and excluded liabilities; vi. All employees of seller; vii. All principals and contracts of the Petsy business including the tenancies and leases held by seller; arrangements with the suppliers particularly the service suppliers for delivery services, marketing and payment gateways; arrangement with marketplaces such as Amazon and Dunzo; viii. Entire customer database including both transacted as well as unverified customer accounts; ix. Access rights, passwords, login details to various services/online portals related to the Petsy business; x. System generated details of past purchase data and past sales transaction history since inception; xi. All intellectual property rights pertaining to the above <p>The business generated sales revenue of Rs. 8.59 Cr for FY 21-22.</p>
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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";	Not a related party transaction.						
Industry to which the entity being acquired belongs;	Petcare						
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 acquisition will accelerate the growth of Company's Petcare division (Zigly)						
Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable						
Indicative time period for completion of the acquisition;	To be completed by June 30, 2023 or such other date as ay be mutually agreed						
Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration						
Cost of acquisition or the price at which the shares are acquired	The Business will be acquired for a lumpsum consideration mutually agreed, to be paid in three trenches within 12 months of the completion date subject to customary closing and transaction adjustments. The consideration is not disclosed herein for reasons of confidentiality.						
Percentage of shareholding / control acquired and / or number of shares acquired;	Not Applicable since the transaction is by way of acquisition of the business as a going concern by way of slump sale.						
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);	The Business has been in operation for four years and relates to online sales of multi brand petcare products mainly in Mumbai. Last 3 years turnover: Rs. in Crores <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;">FY21</td> <td style="text-align: right;">3.38</td> </tr> <tr> <td>FY22</td> <td style="text-align: right;">8.59</td> </tr> <tr> <td>FY23*</td> <td style="text-align: right;">5.22</td> </tr> </table> *April 22 to October 22	FY21	3.38	FY22	8.59	FY23*	5.22
FY21	3.38						
FY22	8.59						
FY23*	5.22						