

KIRAN VYAPAR
LIMITED

Date: 11.12.2024

To
The Corporate Relationship Department
BSE Limited
25th Floor, Phiroz Jeejeebhoy Towers,
Fort, Dalal Street
Mumbai – 400 001

Company Code: 537750

Subject: Cessation of Subsidiaries and Associate of the Company pursuant to the Sanction of Scheme of Amalgamation

Ref: Regulation 30 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations),

Dear Sir/Madam,

The Company has received an intimation on 11th December, 2024 from its Four (4) subsidiaries namely, Anantay Greenview Private Limited, Sarvadeva Greenpark Private Limited, Sishiray Greenview Private Limited and Uttaray Greenpark Private Limited, and one (1) associate company namely The Kishore Trading Company Limited, whereby it has been informed that :

- (a) the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") vide its order dated 23rd October, 2024 has sanctioned the Scheme of Amalgamation wherein the said Four(4) subsidiaries of the Company namely Anantay Greenview Private Limited, Sarvadeva Greenpark Private Limited, Sishiray Greenview Private Limited and Uttaray Greenpark Private Limited and one(1) associate company namely The Kishore Trading Company Limited ("Transferor Companies") alongwith other companies were proposed to be merged with Maharaja Shree Umaid Mills Limited ("Transferee Company").
- (b) a Certified Copy of the Order of NCLT under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 sanctioning the above Scheme was issued on 2nd December, 2024, which has been filed by the respective Transferor Companies on 10th December, 2024 with the Registrar of Companies, West Bengal ("ROC"). Accordingly, in terms of the definition of 'effective date' provided in the approved Scheme, the above Scheme has become effective from 10th December, 2024.

Consequent to the Scheme being effective:

- I. Four(4) subsidiaries of the Company namely Anantay Greenview Private Limited, Sarvadeva Greenpark Private Limited, Sishiray Greenview Private Limited and Uttaray Greenpark Private Limited and one(1) associate company namely The Kishore Trading Company Limited being the Transferor Companies stands dissolved and ceased to be the subsidiaries, associate of the Company with effect from 10th December, 2024; and

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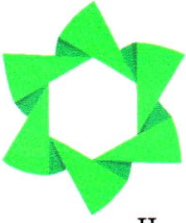
CORPORATE ADDRESS

Athiva, Plot No. C2, Sector - III, HUDA Techno Enclave,
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II. In lieu of the said amalgamation, Maharaja Shree Umaid Mills Limited being the Transferee Company, will discharge the consideration as mentioned in the approved Scheme, by way of issuance and allotment of equity shares of Rs. 10 each to the Company, to the respective shareholders of the said subsidiaries and associate company including to the Company, in lieu of its shareholding held in the Four(4) subsidiaries of the Company namely Anantay Greenview Private Limited, Sarvadeva Greenpark Private Limited, Sishiray Greenview Private Limited and Uttaray Greenpark Private Limited and one(1) associate company namely The Kishore Trading Company Limited in the manner as detailed herein below:

- (i) 12 (Twelve) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the company in ANANTAY GREENVIEW PRIVATE LIMITED.
- (ii) 29 (Twenty Nine) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the company in SARVADEVA GREENPARK PRIVATE LIMITED.
- (iii) 13 (Thirteen) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the company in SISHIRAY GREENVIEW PRIVATE LIMITED.
- (iv) 25 (Twenty Five) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the company in UTTARAY GREENPARK PRIVATE LIMITED.
- (v) 33,714 (Thirty Three Thousand Seven Hundred Fourteen) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.100/- each fully paid-up held by the company in THE KISHORE TRADING COMPANY LIMITED

Details as required under Regulation 30 of the LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith as **Annexure – A1**.

Request you to kindly take the same on record.

Thanking you,

For Kiran Vyapar Limited

(Pradip Kumar Ojha)
Company Secretary
Membership No : F8857



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email: kvl@lnbgroup.com

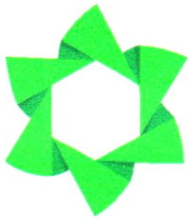


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Annexure A1

Sl No.	Particulars	Transfer and Merger of subsidiary ANANTAY GREENVIEW PRIVATE LIMITED (in which The Company is holding 99.62% Equity Shares) through Scheme of Amalgamation .	Transfer and Merger of subsidiary SARVADEVA GREENPARK PRIVATE LIMITED (in which The Company is holding 99.69% Equity Shares) through Scheme of Amalgamation	Transfer and Merger of subsidiary SISHIRAY GREENVIEW PRIVATE LIMITED (in which The Company is holding 99.72% Equity Shares) through Scheme of Amalgamation .	Transfer and Merger of subsidiary UTTARAY GREENPARK PRIVATE LIMITED (in which The Company is holding 99.62% Equity Shares) through Scheme of Amalgamation .	Transfer and Merger of associate THE KISHORE TRADING CO. LIMITED (in which The Company is holding 25% Equity Shares) through Scheme of Amalgamation .
a)	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;	As on March, 2024 The amount of the turnover or revenue or income - Rs. (4.50) Lakhs The percentage of the turnover or revenue or income - (0.014) % Net worth amount: Rs. (84.30) lakhs. Net worth percentage: (0.046) %	As on March, 2024 The amount of the turnover or revenue or income - Rs. 6.83 Lakhs The percentage of the turnover or revenue or income - 0.021 % Net worth amount: Rs. 43.88 lakhs. Net worth percentage: 0.0240 %	As on March, 2024 The amount of the turnover or revenue or income - Rs. (2.45) Lakhs The percentage of the turnover or revenue or income - (0.008)% Net worth amount: Rs. 3.10 lakhs. Net worth percentage: 0.002 %	As on March, 2024 The amount of the turnover or revenue or income - Rs. 6.06 Lakhs The percentage of the turnover or revenue or income - 0.019 % Net worth amount: Rs. 70.59 lakhs. Net worth percentage: 0.039 %	As on March, 2024 The amount of the turnover or revenue or income - Rs. 147.01 Lakhs The percentage of the turnover or revenue or income - 0.457% Net worth amount: Rs. 333.18 lakhs. Net worth percentage: 0.182 %
b)	Date on which the agreement for sale has been entered into;	The Appointed Date of the Scheme is 1 st April 2023 and the Scheme has been made effective upon filing of the Certified Copy of the Order of NCLT under Sections 230 to 232 and other applicable provisions of the Act sanctioning the Scheme of Amalgamation, with the Registrar of Companies, West Bengal, by the Transferor Companies and the Transferee Company on 10 th December, 2024, respectively in terms of the	The Appointed Date of the Scheme is 1 st April 2023 and the Scheme has been made effective upon filing of the Certified Copy of the Order of NCLT under Sections 230 to 232 and other applicable provisions of the Act sanctioning the Scheme of Amalgamation, with the Registrar of Companies, West Bengal, by the Transferor Companies and the Transferee Company on 10 th December, 2024, respectively, in terms of the	The Appointed Date of the Scheme is 1 st April 2023 and the Scheme has been made effective upon filing of the Certified Copy of the Order of NCLT under Sections 230 to 232 and other applicable provisions of the Act sanctioning the Scheme of Amalgamation, with the Registrar of Companies, West Bengal, by the Transferor Companies and the Transferee Company on 10 th December, 2024, respectively, in terms of the	The Appointed Date of the Scheme is 1 st April 2023 and the Scheme has been made effective upon filing of the Certified Copy of the Order of NCLT under Sections 230 to 232 and other applicable provisions of the Act sanctioning the Scheme of Amalgamation, with the Registrar of Companies, West Bengal, by the Transferor Companies and the Transferee Company on 10 th December, 2024, respectively, in terms of the	The Appointed Date of the Scheme is 1 st April 2023 and the Scheme has been made effective upon filing of the Certified Copy of the Order of NCLT under Sections 230 to 232 and other applicable provisions of the Act sanctioning the Scheme of Amalgamation, with the Registrar of Companies, West Bengal, by the Transferor Companies and the Transferee Company on 10 th December, 2024, respectively, in terms of the

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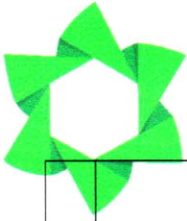
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	definition of 'Effective Date' provided in the Scheme. Consequently, the Transferor Company has ceased to be the subsidiary of the Company with effect from 10 th December, 2024.	definition of 'Effective Date' provided in the Scheme.. Consequently, the Transferor Company has ceased to be the subsidiary of the Company with effect from 10 th December, 2024.	definition of 'Effective Date' provided in the Scheme.. Consequently, the Transferor Company has ceased to be the subsidiary of the Company with effect from 10 th December, 2024.	definition of 'Effective Date' provided in the Scheme.. Consequently, the Transferor Company has ceased to be the subsidiary of the Company with effect from 10 th December, 2024.	definition of 'Effective Date' provided in the Scheme.. Consequently, the Transferor Company has ceased to be the subsidiary of the Company with effect from 10 th December, 2024.	
c)	The expected date of completion of sale/disposal ;	10 th December, 2024	10 th December, 2024	10 th December, 2024	10 th December, 2024	
d)	Consideration received from such sale/disposal ;	12 (Twelve) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the Company in ANANTAY GREENVIEW PRIVATE LIMITED.	29 (Twenty Nine) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the Company in SARVADEVA GREENPARK PRIVATE LIMITED.	13 (Thirteen) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the Company in SISHIRAY GREENVIEW PRIVATE LIMITED.	25 (Twenty Five) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.10/- each fully paid-up held by the Company in UTTARAY GREENPARK PRIVATE LIMITED.	33,714 (Thirty Three Thousand Seven Hundred Fourteen) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 100 (One Hundred) Equity Shares of Rs.100/- each fully paid-up held by the Company in THE KISHORE TRADING COMPANY LIMITED.
e)	Brief details of buyers	MAHARAJA SHREE UMAID MILLS LIMITED CIN:U17124WB1939PLC128650 Registered Office Address: 7, Munshi Premchand Sarani, Hastings, Kolkata-700022 Email id: kolkata.msum@lnbgroup.com	MAHARAJA SHREE UMAID MILLS LIMITED CIN:U17124WB1939PLC128650 Registered Office Address: 7, Munshi Premchand Sarani, Hastings, Kolkata-700022 Email id: kolkata.msum@lnbgroup.com	MAHARAJA SHREE UMAID MILLS LIMITED CIN:U17124WB1939PLC128650 Registered Office Address: 7, Munshi Premchand Sarani, Hastings, Kolkata-700022 Email id: kolkata.msum@lnbgroup.com	MAHARAJA SHREE UMAID MILLS LIMITED CIN:U17124WB1939PLC128650 Registered Office Address: 7, Munshi Premchand Sarani, Hastings, Kolkata-700022 Email id: kolkata.msum@lnbgroup.com	MAHARAJA SHREE UMAID MILLS LIMITED CIN:U17124WB1939PLC128650 Registered Office Address: 7, Munshi Premchand Sarani, Hastings, Kolkata-700022 Email id: kolkata.msum@lnbgroup.com
f)	Whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof :	Yes, Promoter Group Company	Yes, Promoter Group Company	Yes, Promoter Group Company	Yes, Promoter Group Company	Yes, Promoter Group Company

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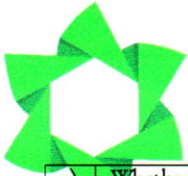
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g)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	Yes, since pursuant to the merger of Anantay Greenview Private Limited, a subsidiary of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM. Shares will be issued in terms of the share exchange ratio as per the Hon'ble NCLT approved Scheme, hence the transaction is at arm's length.	Yes, since pursuant to the merger of Sarvadeva Greenpark Private Limited, a subsidiary of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM. Shares will be issued in terms of the share exchange ratio as per the Hon'ble NCLT approved Scheme, hence the transaction is at arm's length.	Yes, since pursuant to the merger of Sishiray Greenview Private Limited, a subsidiary of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM. Shares will be issued in terms of the share exchange ratio as per the Hon'ble NCLT approved Scheme, hence the transaction is at arm's length.	Yes, since pursuant to the merger of Uttaray Greenpark Private Limited, a subsidiary of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM. Shares will be issued in terms of the share exchange ratio as per the Hon'ble NCLT approved Scheme, hence the transaction is at arm's length.	Yes, Since pursuant to the merger of The Kishore Trading Co. Limited, an associate of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM. Shares will be issued in terms of the share exchange ratio as per the Hon'ble NCLT approved Scheme, hence the transaction is hence at arm's length.
h)	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	Not Applicable	Not Applicable	Not Applicable	Not Applicable
i)	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.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable



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