



# ZODIAC JRD-MKJ LIMITED

DIAMONDS • JEWELLERY • PRECIOUS & SEMI PRECIOUS STONES

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CIN: L65910MH1987PLC042107 • Website: www.zodiacjrdmkjlttd.co.in • GSTIN: 27AAACZ0459K1Z1

October 17, 2024

To,  
**The Listing Department**  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

**Ref: Scrip Code No. 512587**

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

Dear Sir / Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that Company has signed a Non Binding Term Sheet to acquire Aerocom Automotives Private Limited.

Please find herewith details with respect to Acquisition of the Company as required under Regulation 30(6) read with Schedule III Part A Para A (1) of SEBI Listing Regulations and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 as follows:

Sr. No	Particulars in respect of the Event	Details/Information of the Event
1	Name of the target entity, details in brief such as size, turnover etc	<b>Target:</b> Aerocom Automotives Private Limited <b>Plant Location:</b> Nagpur <b>Turnover:</b> Rs. 16 crores (approx.) <b>Manpower:</b> 100 staff strength (approx.) <b>Net Profit:</b> Rs. 1.0 crore (approx.) <b>Industry:</b> Automotive Components
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	No, this transaction does not fall into related party transaction. The Promoter Group or any of Directors of Zodiac do not have any relation or interest in the Target Company.
3	Industry to which the entity being acquired belongs	Automotive Components
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 wishes to set up a new vertical in the Automotive Components segment which has a brighter future than Diamonds and has identified this acquisition which is a running profit

		<p>making company supplying to esteemed clients such as Mahindra &amp; Mahindra.</p> <p><b>Reason for Diversification into a new Vertical:</b></p> <p>As Diamond Industry does not have a bright future and the Diamond market is a bit turbulent currently because of the competition from cheaper Lab Grown Diamonds, the Company has decided to set up a new vertical in Automotive Components Industry which has a strong future for the next decade. The Company envisions a turnover of approximately Rs. 100 crores over the next 3 years in this segment and a net profit of about Rs. 10 to 12 crores (approx.) from the Automotive Components segment for the Company.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition	No Governmental permissions or approvals are required for this Acquisition.
6	Indicative time period for completion of the acquisition;	The Company shall close this Acquisition in about 60 days from the date of signing the Term Sheet.
7	Consideration - whether cash consideration or share swap or any other form and details of the same	The Company is paying part in cash and for the balance amount plans to issue CCPs which will be converted between 12 to 24 months.
8	Cost of acquisition and/or the price at which the shares are acquired	The total Acquisition is at a value of Rs. 40 crores. This includes two MIDC, Nagpur Land parcels and Two factory buildings. Part will be paid in cash and balance in CCPs of the Company.
9	Percentage of shareholding / control acquired and / or number of shares acquired	The Company shall acquire 100% shareholding of the Target Company in stages over a period of 2 years.
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><b>Details of Aerocom Automotives Private Limited:</b></p> <p><b>Plant Location:</b> Nagpur</p> <p><b>Product Line:</b> Aerocom Automotives Private Limited manufactures and sells automotive components.</p> <p><b>Customers:</b> The major customer of Aerocom Automotives Private Limited is Mahindra &amp; Mahindra.</p> <p><b>Date of Incorporation:</b> Aerocom Automotives is a 24 year old Company.</p> <p><b>The Last three years Turnover:</b></p> <p>FY 2021-22 Rs. 17 crores (approx.)</p> <p>FY 2022-23 Rs. 18 crores (approx.)</p> <p>FY 2023-24 Rs. 16 crores (approx.)</p>

This is for your information and for the information of members of your exchange.

Kindly take the same on record and acknowledge the receipt.

For **Zodiac-JRD-MKJ Limited**

**Mahesh Ratilal Shah**  
Managing Director  
DIN: 00217516