

21st September, 2017

To
The General Manager
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai-400 001

The Secretary,
National Stock Exchange of India Limited
Exchange plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051

Dear Sir/Madam,

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

This has reference to the earlier disclosure dated 7th November, 2016 and 26th October, 2016 pertaining to investment upto 51% in the issued and paid up share capital of **Sudha Somany Ceramics Private Limited** (formerly known as *Sudha Ceramics Private Limited*), an unlisted private company having its Regd. Office at D NO. 19-1-422/A, G Ragampeta, Peddapuram, East Godavari, Andhra Pradesh 533 437 for setting up a greenfield project for manufacturing of vitrified tiles in the State of Andhra Pradesh which was duly approved by the Board of Directors of the Company in their meeting held on 26th October, 2016. In reference to above, we wish to inform that pursuant to that decision of the Board, the Company has subscribed further 1,02,710 equity shares of Rs. 10/- each of Sudha Somany Ceramics Private Limited (SSCPL) on 20th September, 2017 and post to this acquisition SSCPL has become subsidiary of the Company from said date.

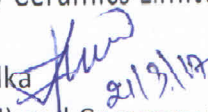
The details required under Regulation 30 of SEBI (Listing Regulations) read with SEBI Circular No CIR/CFD/CMD/4/2015 dated September 9, 2015 is given in the enclosed Annexure.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

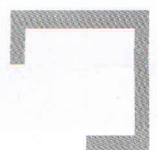
For Somany Ceramics Limited

Ambrish Julka 
DGM (Legal) and Company Secretary
M. No. : F4484



Annexure

S. No.	Particulars	Detail
1.	Name of the target entity, details in brief such as size, turnover etc;	<p>Name of the target entity: Sudha Somany Ceramics Limited (formerly Sudha Ceramics Private Limited) ("SSCPL") [CIN: U26960AP2015PTC097828]</p> <p>Date of incorporation: 02nd December, 2015</p> <p>Registered office: D NO. 19-1-422/A, G Ragampeta, Peddapuram, East Godavari, Andhra Pradesh 533 437.</p> <p>Turnover: SSCPL has yet to commence its business and hence, the turnover of SSCPL as on date is NIL.</p> <p>Authorised and paid up share capital as on 20th September, 2017:</p> <p>Authorised share capital: INR 80,000,000 divided into 80,00,000 shares of INR 10 each.</p> <p>Paid up share capital: INR 5,12,10,000 divided into 51,21,000 shares of INR 10 each.</p>
2.	Whether the acquisition would fall within related party transactions 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";	<p>The acquisition would not fall under the related party transactions as defined under regulation 2(1)(zc) of LODR.</p> <p>Further, the promoter/promoter group/ group companies of Somany Ceramics Limited have no interest in the SSCPL.</p>
3.	Industry to which the entity being acquired belongs;	The business of SSCPL belongs to the industry of manufacturing refractory ceramic products i.e. tiles.
4.	Objects and effects of acquisition (including but not limited to, disclosure of	The target company i.e. SSCPL is in the same line of business of as Somany Ceramics Limited. The Object of the acquisition is to setup a greenfield



	reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	project in the collaboration with the promoters of SSCPL in the State of Andhra Pradesh for the manufacturing of vitrified tiles. The SSCPL will become subsidiary of the Company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	The acquisition in the shares of SSCPL does not require any governmental and regulatory approvals.
6.	Indicative time period for completion of the acquisition;	Acquisition upto 51% Shares in the paid-up share capital of SSCPL has been completed on 20 th September, 2017.
7.	Cost of acquisition or the price at which the shares are acquired;	Cost of acquisition of 1,02,710 equity shares is Rs. 10,27,100.
8.	Nature of consideration - whether cash consideration or share swap and details of the same;	Consideration is paid in cash and cash equivalents.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	<p>Somany Ceramics Limited was holding 50% of issued and paid up share capital of SSCPL amounting to Rs.2,50,90,000/- (Rupees Two Crores Fifty Lakhs Ninety Thousand) divided into 25,09,000 equity shares at the rate of INR 10 per share.</p> <p>With the further acquisition of 1,02,710 shares of SSCPL, the equity holding of Somany Ceramics Limited is increased from 25,09,000 Shares to 26,11,710 shares i.e. 51% of the total issued and paid up capital of SSCPL.</p> <p>Therefore, upon such acquisition, SSCPL became subsidiary of Somany Ceramics Limited.</p>
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>SSCPL was incorporated on 2nd December, 2015 with the main object of manufacturing and dealing in all types of tiles, including vitrified tiles.</p> <p>Further, SSCPL has no presence in any other country apart from India. Also, the turnover of SSCPL is NIL as on date as it has not yet commenced its commercial operations.</p>

