

GML/KOL/2017-18  
February 28, 2018

<b>Bombay Stock Exchange Limited</b> Floor 25, P J Towers, Dalal Street, Mumbai- 400 001. INDIA.	<b>National Stock Exchange of India Limited</b> "EXCHANGE PLAZA", Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA.
---	---

Dear Sir/Madam,

**SUB: OUTCOME OF THE BOARD MEETING – WEDNESDAY, 28.02.2018- MEETING OF THE BOARD COMMENCED AT 11.30 A.M. AND CONCLUDED AT 1.30 P.M.**

The Board of Directors at their meeting held on today the 28<sup>th</sup> February, 2018, *inter alia* has decided and approved following **important** businesses:

**1. INVESTMENT IN THE EQUITY CAPITAL OF GL STEEL AND POWER LIMITED**

In accordance with Sections 179, 186 and other applicable provisions of the Companies Act, 2013, Board of Directors of the Company has approved to acquire entire shareholding of M/s. GL Steel and Power Limited with an investment proposal in Equity Shares of M/s. GL Steel and Power Limited upto an amount not exceeding Rs. 1.00 Crore so as to make M/s. GL Steel and Power Limited as a Wholly Owned Subsidiary of the Company.

**2. GRANTING OF LOAN TO GL STEEL AND POWER LIMITED**

Pursuant to the provisions of Section 186(5) of the Companies Act, 2013, Board of Directors approved to grant a loan of Rs. 10.00 Crores (Rupees Ten Crores only) in one of more tranches which together with the existing loan given, guarantee provided and investment made will not exceed 60% of the paid up capital, reserves and securities premium account:

Name of the Company	Amount of Loan in Rs.
GL Steel and Power Limited	10,00,00,000.00

Separate Disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed herewith.

Thanking you,

Yours faithfully,

**GALLANTT METAL LIMITED**

**GALLANTT METAL LIMITED**

*Rajesh Upadhyaya*

**Company Secretary**

Rajesh Upadhyaya

**(COMPANY SECRETARY)**

Encl: As above

**GALLANTT METAL LIMITED**

**DISCLOSURE UNDER REGULATION 30 OF THE SEBI (LODR) REGULATIONS, 2015 FOR ACQUISITION OF GL STEEL AND POWER LIMITED AS A WHOLLY OWNED SUBSIDIARY OF THE COMPANY****a. Name of the target entity, details in brief such as size, turnover etc.**

GL STEEL AND POWER LIMITED. Company has been incorporated in India under the Companies Act, 1956. Main object Company is Iron, Steel and Power. Object of the Company is same as that of the Company. Other information are given hereunder.

**b. 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?**

Mr. Dinesh Raghubir Prasad Agarwal (DIN: 01017125) Whole-time Director of the Company is also a Director in GL STEEL AND POWER LIMITED. Also, relatives of Mr. Dinesh Raghubir Prasad Agarwal are Directors on the Board of Directors of GL Steel and Power Limited. Since, GL Steel and Power Limited would be Wholly Owned Subsidiary and it does not fall under the Related Party Transactions of the Company. Presently, both the entities viz. Company and GL Steel and Power Limited have separate set of Board of Directors and Key Managerial Personnel, Management. Entire shareholding of GL Steel and Power Limited shall be held by the Company so as to make it a Wholly Owned Subsidiary.

**c. Industry to which the entity being acquired belongs**

GL STEEL AND POWER LIMITED belongs to Steel Industry.

**d. 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;**

Main Business of the target Company is as same as that of the Company. Through acquisition of the target Company the business will be combined with that of the Company business.

**GALLANTT METAL LIMITED***Rajshree Tyagi***Company Secretary****GALLANTT METAL LIMITED**

OFFICE : WARD-10 BC, PLOT NO. 123, GROUND FLOOR, GANDHIDHAM, KUTCH, GUJRAT - 370 201, TEL. : 02836-395626 / 395636 FAX : 02836-235787  
WORKS : NEAR TOLL GATE, VILAGE - SAMAKHYALI, TALUKA - BHACHAU, KUTCH - GUJRAT, TEL. : 91 98 795 60878, FAX : +91 2837 283690, e-mail : gml@gallantt.com

REGISTERED OFFICE : 1, CROOKED LANE, 2ND FLOOR, KOLKATA - 700 069

Telefax : 033-2231 2429, e-mail : gml@gallantt.com, Website : www.gallantt.com

Corporate Identification No. : L27109WB2005PLC101553

**e. Brief details of any governmental or regulatory approvals required for the acquisition;**

No approval is required at present for acquisition. However, the Company is required to follow the prescribed procedure for acquiring Wholly Owned Subsidiary Company as per the applicable provisions of the Companies Act, 2013 and rules made thereunder and applicable accounting standards issued by the Institute of Chartered Accountants of India.

**f. Indicative time period for completion of the acquisition;**

Acquisition is under process and shares are being acquired and all the formalities shall be complied with within 30 days period.

**g. Nature of consideration –whether cash consideration or share swap and details of the same;**

Consideration is to be paid in cash through normal banking channel of modern banking.

**h. Cost of acquisition or the price at which the shares are acquired;**

Shares are acquired at purchase price/book value price/fair market value as applicable.

**i. Percentage of shareholding / control acquired and or number of shares acquired;**

100 % beneficial interest in the shares (one hundred per cent shareholding) so as to acquire as Wholly Owned Subsidiary.

**j. Brief background about the entity acquired:**

Company has been incorporated in the year 2007. Presently Company is in steel and mining business. Company has small turnover/revenue of Rs. 6.60 Lacs, Rs. 5.21 Lacs and Rs. 4.48 Lacs in the financial year 2014-15, 2015-16 and 2016-17 respectively whereas the net worth remains Rs. 2.35 Lacs, Rs. 2.44 Lacs and Rs. 2.73 Lacs in same years. The Entire Shares of the Company has been acquired with a view to acquire control of the Company. Company has presence in India only.

**GALLANTT METAL LIMITED**

**GALLANTT METAL LIMITED**

*Rajshree Patil*

**Company Secretary**

OFFICE : WARD-10 BC, PLOT NO. 123, GROUND FLOOR, GANDHIDHAM, KUTCH, GUJRAT - 370 201, TEL. : 02836-395626 / 395636 FAX : 02836-205787  
WORKS : NEAR TOLL GATE, VILAGE - SAMAKHYALI, TALUKA - BHACHAU, KUTCH - GUJRAT, TEL. : 91 98 795 60878, FAX : +91 2837 283690, e-mail : gml@gallantt.com

REGISTERED OFFICE : 1, CROOKED LANE, 2ND FLOOR, KOLKATA - 700 069

Telefax : 033-2231 2429, e-mail : gml@gallantt.com, Website : www.gallantt.com

Corporate Identification No. : L27109WB2005PLC101553