

31st March, 2018

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]

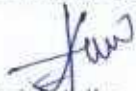
This has reference to the earlier disclosure dated 15th November, 2017 pertaining to Investment upto 51% in the share capital of M/s. Amora Ceramics Private Limited, *an unlisted private company having its Regd. Office at Survey No. 147/1p2, Nr. Amora Tiles, Sartanpar Road, Tal. Wankaner, Dist. Morbi, Sartanpar Rajkot, Gujarat - 363622* for setting up a greenfield manufacturing plant at Morbi, Gujarat to produce about 3.8 million square meters of ceramics wall tiles per annum which was duly approved by the Board of Directors of the Company in their meeting held on 15th November, 2017. In reference to above, we wish to inform you that pursuant to that decision of the Board, the Company has subscribed 21,33,636 equity shares of Rs. 10/- each of Amora Ceramics Private Limited (ACPL) on 30th March, 2018 and post to this acquisition ACPL 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;	Name of the target entity: Amora Ceramics Private Limited ("ACPL") [CIN: U26100GJ2017PTC099608] Date of incorporation: 30th October, 2017 Registered office: Survey No. 147/1p2, Nr. Amora Tiles, Sartanpar Road, Tal. Wankaner, Dist. Morbi, Sartanpar Rajkot, Gujarat – 363622. Turnover: ACPL has yet to commence its business and hence, the turnover of ACPL as on date is NIL. Authorised and paid up share capital: Authorised share capital: INR 9,50,00,000 divided into 95,00,000 shares of INR 10 each. Paid up share capital: INR 4,18,36,000 divided into 41,83,600 shares of INR 10 each.
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";	The acquisition would not fall under the related party transactions as defined under regulation 2(1)(zc) of LODR. Further, the promoter/promoter group/ group companies of Somany Ceramics Limited have no interest in the ACPL.
3.	Industry to which the entity being acquired belongs;	The business of ACPL belongs to the industry of manufacturing refractory ceramic products i.e. tiles.
4.	Objects and effects of acquisition (including but not	The target company i.e. ACPL is in the same line of business of as Somany Ceramics Limited. The



	limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Object of the acquisition is to setup a greenfield project in the collaboration with the promoters of ACPL at Morbi in the State of Gujarat to produce about 3.8 million square meters of ceramics wall tiles per annum. The ACPL 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 ACPL 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 ACPL has been completed on 30 th March, 2018.
7.	Cost of acquisition or the price at which the shares are acquired;	Cost of acquisition of 21,33,636 equity shares is Rs. 2,13,36,360.
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;	Somany Ceramics Limited has subscribed 21,33,636 equity shares of ACPL, the equity holding of Somany Ceramics Limited is 21,33,636 shares i.e. 51% of the total issued and paid up capital of ACPL. Therefore, upon such acquisition, ACPL became subsidiary of Somany Ceramics Limited.
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).	ACPL was incorporated on 30 th October, 2017 with the main object of manufacturing and dealing in all types of tiles, including ceramic wall tiles. Further, ACPL has no presence in any other country apart from India. Also, the turnover of ACPL is NIL as on date as it has not yet commenced its commercial operations.

