



# SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008

Ph.: +91-11-25810093-96, 47108000 Fax : +91-11-25789560

E-mail : cs@surya.in Website : www.surya.co.in

SRL/TK/sc/16-17/41  
2<sup>nd</sup> March, 2017

**The Secretary**  
**The Stock Exchange, Mumbai**  
New Trading Ring, 14th Floor,  
Rotunda Building, P.J.Towers,  
Dalal Street, Fort,  
MUMBAI - 400 001  
Scrip Code : 500336

**The Manager**  
Listing Department  
**The National stock Exchange of India Ltd**  
Exchange Plaza, 5<sup>th</sup> floor, Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400051  
NSE Symbol : SURYAROSNI

## SUB : INTIMATION UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir,

In terms of Regulation 30 read with Para A of Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with corresponding circulars and notifications issued thereunder, it is hereby informed that the Company Board has approved the acquisition of the business named 'HFL' belongs to Him Furnitech Engineering Private Limited (HFEL) engaged in the business of manufacturing, distribution and sale of LED lamps, tube lights, Street lights, HID lamps, decorative light & furniture items etc. including manufacturing unit situated at Khasra No. 816 & 817 MIN, Mahuakheraganj, Kashipur, District U.S. Nagar, Uttarakhand, having exemption of Excise, Income Tax and partial CST, as per the terms stated in the Business Transfer Agreement between the parties on slump sale basis at a lump-sum consideration of Rs. 4,35,00,000/- (Rupees Four Crores Thirty Five Lakhs only).

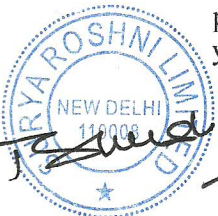
### A. The relevant disclosures prescribed under the captioned regulation are hereunder :-

- a) Name of the target entity, details in brief such as size, turnover etc.

The Company has acquired business of LED lamps, tube lights, Street lights, HID lamps, decorative light & furniture items etc. on slump sale basis including manufacturing unit situated at Khasra No. 816 & 817 MIN, Mahuakheraganj, Kashipur, District U.S. Nagar, Uttarakhand from Him Furnitech Engineering Private Limited (HFEL). The unit is having 12150 sq. metre land, 2363 sq. metre building, plant and machineries etc. having a turnover / job charges income of Rs. 346.04 lakh for the 9 months ended 31<sup>st</sup> December, 2016.

### The transaction does not envisage an acquisition of HFEL

- b) Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter 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 'arms length'





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**The transaction does not fall into a related party transaction and neither the promoter nor promoter group / group companies have any interest in the target entity.**

- c) Industry to which the entity being acquired belongs

### **Lighting and other Products**

- d) Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if the business is outside the main line of business of the listed entity)

**The acquisition shall enhance the company's own manufacturing capacities for LED lamps, tube lights, Street lights, HID lamps, decorative lights etc. and strengthen the overall position of the company in the lighting Industry. The unit is also entitled for various exemptions and incentives including Excise Duty, Income Tax & partial CST.**

- e) Brief details of any governmental or regulatory approvals required for the acquisition.

**Based on the assessment so far, the transaction is not subject to any approval from government or regulatory bodies.**

- f) Indicative time period for completion of the acquisition.

### **Immediate**

- g) Nature of consideration – whether cash consideration or share swap and details of the same.

### **Cash Consideration**

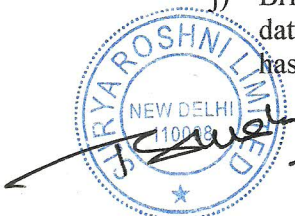
- h) Cost of acquisition or the price at which the shares are acquired.

**The business is acquired at a lump-sum consideration of Rs. 4,35,00,000/- (Rupees Four Crores Thirty Five Lakhs only).**

- i) Percentage of shareholding / control acquired and / or number of shares acquired.

### **Not Applicable**

- j) 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).





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The business was started by HFEL in the year 2009 by establishing HFL Unit at Kahasra No. 816 & 817 MIN, Mahuakheraganj, Kashipur, District U.S. Nagar, Uttarakhand having area based excise exemption, partial exemption from CST and Income tax exemption on profits. The Unit is presently manufacturing, distributing and selling LED lamps, tube lights, Street lights, HID lamps, decorative light & furniture items etc. HFEL is a company incorporated under the laws of India and having its registered office at 201, somdutt chaber-II, Bhikaji Cama Place, New Delhi.

The turnover and job charges income of the HFL business division for the audited Financial year 2014-15, 2015-16 is Rs. 16.26 lakh and Rs. 15.05 lakh respectively and Rs. 346.04 lakh for un-audited 9 months period ended 31<sup>st</sup> December, 2016 for the financial year 2016-17.

- B. Pursuant to the Company's Code of Conduct framed in accordance SEBI (Prohibition of Insider Trading ) Regulations, 2015 ('the Code'), Trading Window for dealing in shares of the Company for persons specified in under the Code, shall remain closed from issuance of this letter till the close of 6<sup>th</sup> March, 2017.

The above is for your information and records.

Thanking you,

Yours faithfully  
For Surya Roshni Limited

B B SINGAL  
Sr. VP & COMPANY SECRETARY

