



S.P.APPARELS LTD.

Regd. Office : 39-A, Extension Street, Kaikattipudur, AVINASHI - 641 654, Tamil Nadu, India.
Phone : +91-4296-714000 E-mail : spindia@s-p-apparels.com
Web : www.s-p-apparels.com CIN No.: L18101TZ2005PLC012295



05.02.2024

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

The Listing Department
National Stock Exchange of India Limited
'Exchange Plaza',
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051.

Scrip Code: 540048

Symbol: SPAL

Dear Sirs,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 – Acquisition of 51.33% Equity Shares of “Young Brand Apparel Private Limited” to make it as a subsidiary company.

Ref: Acquisition Announcement dated 09.12.2023

Further to the acquisition announcement under reference and pursuant to Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, this is to inform you the updates of the acquisition, that the Company has entered into a Memorandum of Understanding for the purchase of “Young Brand Apparel Private Limited” by way of acquisition of Shares. The proposal is subject to necessary statutory, regulatory and other Compliance & approvals.

Disclosures required under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13.7.2023 as Annexure - A

Kindly take the above on your record.

Thanking you,

For S.P.Apparels Limited,


K.Vinodhini
Company Secretary and Compliance Officer

Encl: Annexure A



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Annexure - A

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

S. No.	Details required to be disclosed	Particulars
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Young Brand Apparel Private Limited (Subsidiary Company of Bannari Amman Spinning Mills Limited) is proposed to be acquired by S.P.Apparels Limited (Company/Purchaser)</p> <p>Young Brand Apparels Private Limited ("YBAPL") is a manufacturing and export company and a strategic partner of brands focused in the intimate wear market segment. It is a professionally managed Joint Venture company between Jacob Industries (USA) LLC, Intimark of Mexico and Bannari Amman Spinning Mills Limited. YBAPL has good customer base from USA.</p> <p>The Company runs its operations in 26 Acres of Land with on 280K sq.ft factory situated in the outskirts of Chennai.</p> <p>Authorised Capital: 8,00,00,000 Shares of Rs.10/- each.</p> <p>Turnover: Rs.325.91 Crore</p>
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 "arms' length"	<p>No, the acquisition would not fall within related party transactions.</p> <p>No promoter/ promoter group/ group companies have any interest in the entities being acquired.</p>



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3	Industry to which the entity being acquired belongs	Textile and apparel Industry
4	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)	<p>Objects of the Company: To expand the business in U.S.A. and the acquisition of YBAPL will improve the synergies of both companies in terms of customer base and target markets. This acquisition will be a great support to the core business of M/s. S.P. Apparels Limited to expand its future business.</p> <p>Its a strategically important acquisition which is in line with our vision to diversify in to other textile categories, further strengthen our export basket, market presence and to build a more broad based business model.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition	The proposed acquisition is expected to be completed on or before 31.05.2024, subject to the approvals of necessary regulatory approvals.
7	Nature of consideration – whether cash consideration or share swap and details of the same	Acquisition of Equity Shares in cash, payment made through banking channels.
8	Cost of acquisition or the price at which the shares are acquired	The Company/Purchaser proposed to acquire 51.33% equity shares of Young Brand Apparels Private Limited (“YBAPL”) for the proposed consideration of Rs.95.00 Crores including NCA.
9	Percentage of shareholding/ control acquired and/ or number of shares acquired	51.33% of the shares is proposed to be acquired by M/s. S.P Apparels Limited.





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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>Young Brand Apparels Private Limited (“YBAPL”) is a manufacturing and export company. Incorporated on December 2006.</p> <p>The Company has a significant presence in the Intimate wear market segment.</p> <table border="1" data-bbox="776 787 1270 984"><thead><tr><th>Financial Year (April to March)</th><th>Turnover (In Crore)</th></tr></thead><tbody><tr><td>2022-2023</td><td>Rs.325.91</td></tr><tr><td>2021-2022</td><td>Rs.300.44</td></tr><tr><td>2020-2021</td><td>Rs.169.57</td></tr></tbody></table> <p>The Company manufactures intimate wear for the Brands like American Eagle, Jockey International, Marks & Spencers, Gelmart and Benetton. The Company exports to the countries like US, UK, Japan and Canada..</p> <p>The Company runs its operations in 26 acres of land with on 280K sq.ft factory situated in the outskirts of Chennai with a state of art manufacturing facility with air conditioned production floor.</p>	Financial Year (April to March)	Turnover (In Crore)	2022-2023	Rs.325.91	2021-2022	Rs.300.44	2020-2021	Rs.169.57
Financial Year (April to March)	Turnover (In Crore)									
2022-2023	Rs.325.91									
2021-2022	Rs.300.44									
2020-2021	Rs.169.57									

