

JBM Auto Limited

Plot No. 133, Sector 24,
Faridabad - 121 005 (Haryana)
T : +91-129-4090200
F : +91-129-2234230
W : www.jbm-group.com



Our milestones are touchstones

JBMA/SEC/2020-21/47

9th October, 2020

Listing Department

BSE Limited

Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400001
Script Code: 532605

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051
Symbol: JBMA

Sub.: Intimation of execution of Share Purchase Agreement for purchase of equity shares of Joint Venture Company

Ref.: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has entered into Share Purchase Agreement with Sandhar Technologies Limited for the purchase of 2,00,000 equity shares of INDO Toolings Private Limited ("Joint Venture Company") on the terms and conditions as specified in the Share Purchase Agreement dated 9th October, 2020.

The disclosures as required under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/IR/CMD/4/2015 dated 9th September, 2015 are given in "Annexure I" (enclosed).

We request you to kindly note and take the above information on record.

Thanking you,

Yours faithfully,

For JBM Auto Limited

For JBM Auto Limited


Vivek Gupta (VIVEK GUPTA)
Chief Financial Officer
& Company Secretary

Place: Faridabad

Encl.: as above

Works:

Plant II : Plot No. 5, Sector 31, Kasna Indl. Area, Greater Noida, Gautam Budh Nagar-201 306 T:+91 120 4522500, F:+91 120 4522504
Plant III : 71-72, M.I.D.C. Satpur, Nashik - 422 007 T : +91 253 2207297 F : +91 253 2360559
Plant IV : Plot No. B-2, Survey No. 1, Tata Motors Vendor Park, Sanand, Ahmedabad - 382 170 (Gujrat) T:+91 2717 645180
Plant V : Plot No. 157-E, Sector 3, Pilthampur Industrial Area, Distt. Dhar-454 775 (M.P.)
Plant VI : SP-1/891, RIICO Industrial Area, Pathredi, Distt. Alwar, Rajasthan -303107
Corp. Office : Plot No. 9, Institutional Area, Sector 44, Gurgaon-122003 (Hr.) T:+91-124-4674500, 4674550 F:+91-124-4674599
Regd. Office : 601, Hemkunt Chambers, 89, Nehru Place, New Delhi - 110 019 T: +91 11 26427104, F: +91 11 26427100
CIN : L74899DL1996PLC083073

"Annexure I"

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>INDO Toolings Private Limited (INDO Toolings Private Limited is a 50:50 Joint Venture Company of JBM Auto Limited and Sandhar Technologies Limited)</p> <p>Authorized Share Capital Rs. 7,50,00,000/- Paid-up Share Capital Rs. 7,05,00,000/-</p> <p>Turnover: Rs. 36.21 crore of financial year 2019-20</p>
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? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The transaction is at arm's length basis. The Promoters & Promoters Group are in no way interested in the transaction.
c)	Industry to which the entity being acquired belongs	Manufacturing of Tools and Dies for automotive
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	<p>In terms of Joint Venture Agreement dated 21st February, 2008 between JBM Auto Limited and Sandhar Technologies Limited, either party has a right to purchase the shares of other party of INDO Toolings Private Limited post completion of 10 years from the date Operation and Management Agreement.</p> <p>Consequently, Sandhar Technologies Limited have agreed to sell its entire shareholding in INDO Toolings Private Limited to JBM Auto Limited.</p> <p>The Company is also in the business of manufacturing of Tools and Dies.</p> <p>The Company holds 50% of the paid-up equity share capital of INDO Toolings Private Limited.</p> <p>Subsequent to proposed acquisition, the shareholding of the Company in INDO Toolings Private Limited will increase to 100% of the paid-up equity share capital.</p>
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
f)	Indicative time period for completion of the acquisition	Not Applicable
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration (@ Rs. 14.65 per equity share).
h)	Cost of acquisition or the price at which the shares are acquired	Rs. 29,30,000/- (2,00,000 Equity Shares of Rs. 14.65/- each).

For JBM Auto Limited



(VIVEK GUPTA)
Chief Financial Officer
& Company Secretary



i)	Percentage of shareholding/ control acquired and/ or number of shares acquired	2,00,000 equity shares representing 50% of the total paid-up equity capital of INDO Toolings Private Limited is acquired.								
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)	<p>INDO Toolings Private Limited was incorporated as a private company limited by shares in the year 2008 as joint venture between the Company and Sandhar Technologies Limited. It is engaged in the business of manufacturing of Tools and Dies of automotive at Indore, Madhya Pradesh.</p> <p>The details of turnover of last three financial years are as follows:</p> <table border="1" data-bbox="828 577 1393 745"> <thead> <tr> <th>Year</th> <th>Turnover (Rs. in Crore)</th> </tr> </thead> <tbody> <tr> <td>2019-20</td> <td>36.21</td> </tr> <tr> <td>2018-19</td> <td>39.84</td> </tr> <tr> <td>2017-18</td> <td>22.09</td> </tr> </tbody> </table>	Year	Turnover (Rs. in Crore)	2019-20	36.21	2018-19	39.84	2017-18	22.09
Year	Turnover (Rs. in Crore)									
2019-20	36.21									
2018-19	39.84									
2017-18	22.09									

For JBM Auto Limited

(VIVEK GUPTA)
 Chief Financial Officer
 & Company Secretary

WJ