

Date: March 19, 2025

**To,
The Manager
The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 538598 Security ID: VISHAL**

Sub: Vishal Fabrics Limited: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Update on Investment in "M/s. Quality Exim Private Limited".

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with **Schedule III, Part A, Para A, Clause 1 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, we would like to inform that Vishal Fabrics Ltd has acquired 192000 Equity Shares of **M/s. Quality Exim Private Limited** at price of Rs. 260 as per valuation report, amounting of Rs. 4,99,20,000 on dated 19th March, 2025 from various shareholders of M/s. Quality Exim Private Limited.

Currently Vishal Fabrics Limited ("the Company") holds 28.03% Equity Share Capital of **M/s. Quality Exim Private Limited** and **M/s. Quality Exim Private Limited** is already an "Associate Company" of Vishal Fabrics Limited ("the Company") w.e.f. 29th March, 2024.

Pursuant to this transfer, Vishal Fabrics Limited ("the Company") post transfer holds 37.92% of Equity Share Capital of **M/s. Quality Exim Private Limited**.

The detailed disclosure as required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September 2015 is enclosed herewith as **Annexure- I**.

The above may kindly be taken on your records.

Thanking You,
Yours faithfully,

For, VISHAL FABRICS LIMITED

Brijmohan Chiripal
Managing Director
DIN: 00290426

Registered Office :

Shanti Corporate House, Nr. Hira Rupa Hall, Bopal-Ambli Rd, Bopal, Ahmedabad - 380058, Gujarat, India.
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Annexure- I

Sr. No.	Particulars	Disclosures
1	Name of the target entity, details in brief such as size, turnover etc.;	<p>M/s. Quality Exim Private Limited (“QEPL”/ “Issuer”) is engaged in business of manufacturing, weaving, bleaching, dying, processing, mercerising, printing, sizing, importing, exporting, purchasing, selling and/or otherwise dealing in yarn of all types of cotton and other fabrics.</p> <p><u>QEPL:</u></p> <p>The Authorized Share Capital – Rs. 4,25,00,000 divided into 27,50,000 Equity Shares of Rs. 10/- each and 15,00,000 Preference Shares of Rs. 10/-each.”</p> <p>Paid-up Share Capital - Rs. 2,54,17,100 comprising of 19,40,960 Equity Shares of Rs.10 each and 6,00,750 Preference Shares of Rs.10 each.</p> <p>Turnover- Rs. 223.33 Cr. for the financial year ended on March 31, 2024.</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>Yes, the acquisition falls within Related Party Transaction. M/s. Quality Exim Private Limited is already an “Associate Company” of Vishal Fabrics Limited (“the Company”) w.e.f. 29th March, 2024.</p> <p>The transaction is at arm’s length basis.</p>
3	Industry to which the entity being acquired belongs;	QEPL is engaged in textile business.
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>The intent of transfer/acquire of shares is to focus on further development and enhancement of business.</p> <p>Consequent changes after transfer: The holding of the Company in QEPL will be 37.92% of Equity Share Capital.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable

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6	Indicative time period for completion of the acquisition	w.e.f. March 19, 2025. (Date of Transfer)								
7	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash								
8	Cost of acquisition or the price at which the shares are acquired	1,92,000 Equity Shares @ Rs. 260 each as per valuation report. Total consideration is of Rs. 4,99,20,000 /-								
9	Percentage of shareholding / control acquired and / or number of shares acquired;	The holding of the Company in QEPL is 37.92% of Equity Share Capital.								
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>QEPL was incorporated under the provisions of the Companies Act, 1956 and engaged in business of manufacturing, weaving, bleaching, dyeing, processing, mercerising printing, sizing, importing, exporting, purchasing, selling and/or otherwise dealing in yarn of all types of cotton and other fabrics.</p> <p>The turnover of QEPL for last 3 years is given below:</p> <table border="1"> <thead> <tr> <th>Year</th> <th>Turnover (In Cr)</th> </tr> </thead> <tbody> <tr> <td>FY -2023-24</td> <td>223.33</td> </tr> <tr> <td>FY -2022-23</td> <td>207.74</td> </tr> <tr> <td>FY -2021-22</td> <td>226.19</td> </tr> </tbody> </table>	Year	Turnover (In Cr)	FY -2023-24	223.33	FY -2022-23	207.74	FY -2021-22	226.19
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FY -2023-24	223.33									
FY -2022-23	207.74									
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