

Date: April 28, 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. NANDAN INDUSTRIES 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 528100 Equity Shares of M/s. **NANDAN INDUSTRIES PRIVATE LIMITED** at price of Rs. 123 as per valuation report, amounting of Rs. 6,49,56,300 on dated 28th April, 2025 from shareholder of M/s. **NANDAN INDUSTRIES PRIVATE LIMITED**.

Currently Vishal Fabrics Limited ("the Company") holds 23.17% Equity Share Capital of M/s. **NANDAN INDUSTRIES PRIVATE LIMITED** and M/s. **NANDAN INDUSTRIES 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 35.41% of Equity Share Capital of M/s. **NANDAN INDUSTRIES 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. Nandan Industries Private Limited ("NIPL"/ "Issuer") is engaged in business of manufacturing, weaving, bleaching, dying, processing, mercerizing, printing, sizing, importing, exporting, purchasing, selling and/or otherwise dealing in yarn of all types of cotton and other fabrics.</p> <p><u>NIPL:</u></p> <p>The Authorized Share Capital –</p> <p>Rs. 6,81,50,000 divided into 50,40,000 Equity Shares of Rs. 10/- each and 17,75,000 Preference Shares of Rs. 10/-each."</p> <p>Paid-up Share Capital -Rs. 6,09,00,000/-comprising of 43,15,000 Equity Shares of Rs. 10/- each and 17,75,000 preference shares of Rs. 10/- each.</p> <p>Turnover- Rs. 226.04 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. NIPL is already an "Associate Company" of Vishal Fabrics Limited ("the Company") w.e.f. 29th March, 2024.</p> <p>The promoter and promoter group are interested in this transaction.</p> <p>The transaction is at arm's length basis.</p>
3	Industry to which the entity being acquired belongs;	NIPL 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 NIPL will be 35.41% 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. April 28, 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	5,28,100 Equity Shares @ Rs. 123 each as per valuation report. Total consideration is of Rs. 6,49,56,300 /-.								
9	Percentage of shareholding / control acquired and / or number of shares acquired;	The holding of the Company in NIPL is 35.41% 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);	<div>NIPL was incorporated under the provisions of the Companies Act, 2013 and engaged in business of manufacturing, weaving, bleaching, dying, processing, mercerizing, printing, sizing, importing, exporting, purchasing, selling and/or otherwise dealing in yarn of all types of cotton and other fabrics.</div> <div>The turnover of NIPL for last 3 years is given below:</div> <table><tr><th>Year</th><th>Turnover (In Cr)</th></tr><tr><td>FY -2023-24</td><td>226.04</td></tr><tr><td>FY -2022-23</td><td>214.12</td></tr><tr><td>FY -2021-22</td><td>231.65</td></tr></table>	Year	Turnover (In Cr)	FY -2023-24	226.04	FY -2022-23	214.12	FY -2021-22	231.65
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FY -2023-24	226.04									
FY -2022-23	214.12									
FY -2021-22	231.65									

This is for your information and record.

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