



Corporate Office : 8377, Roshanara Road, Delhi - 110007
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9th September, 2019

BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Fort, <u>Mumbai – 400 001</u>	National Stock Exchange of India Ltd. (NSE) Exchange Plaza, BandraKurla Complex, Bandra (E), <u>Mumbai – 400 051</u>
Scrip Code: 519588	Scrip Code: DFMFOODS

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are disclosing an item under the aforesaid Regulation 30 enclosed as **Annexure A** as per the Clause 5 of Annexure 1 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

Kindly take the same on record.

Thanking You,
Yours Faithfully,

For **DFM Foods Limited**


R.S. Tomer
Company Secretary



Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Clause 5 of Annexure 1 of the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

S. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered.	The Share Purchase Agreement ("SPA") has been entered among: (i) Promoters of the Company as defined in the shareholding disclosure made by the Company under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ending June, 2019 (" Promoters ") (ii) AI Global Investments (Cyprus) PCC Limited (" Purchaser ") and (iii) Company
2.	Purpose of entering into the agreement.	Proposed acquisition by the Purchaser of the shareholding of the Promoters in the Company.
3.	Shareholding, if any, in the entity with whom the agreement is executed.	None
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	The Purchaser has the right to appoint the Directors on the Board of the Company upon closing of the transactions as per the terms of the SPA. The Purchaser shall also acquire control of the Company upon the occurrence of certain events. The acquisition by the Purchaser of the Promoter shareholding in the Company is <i>inter alia</i> subject to completion of the open offer to be made by the Purchaser under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship.	The Purchaser is not related to the Promoters.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length".	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	The Directors proposed to be appointed on the Board by the Purchaser have not yet been finalized.



9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable
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