



Ref No.: GIL/CFD/SEC/20/054/SE

24th May 2019

BSE Limited
Dalal Street,
Phiroze Jeejeebhoy Towers,
Fort, Mumbai - 400 001
Scrip Code: 500300

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
Symbol: GRASIM

Dear Sirs,

Sub : Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of Grasim Industries Limited (the Company) at its meeting held today, has considered and approved the Scheme of Amalgamation of Grasim Premium Fabric Private Limited (formerly known as Soktas India Private Limited), a wholly owned subsidiary of the Company under the relevant provisions of the Companies Act, 2013 ("Scheme").

The Scheme is subject to necessary statutory and regulatory approvals.

The information pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015 is attached.

The above is for your information and record.

Thank you.

Yours faithfully,



Hutokshi Wadia
President & Company Secretary

Encl. : as above

Cc: Luxembourg Stock Exchange
Market & Surveillance Dept.,
P.O. Box 165, L-2011
Luxembourg, Grand Duchy of
Luxembourg, Europe

Citi Bank N.A.
Depository Receipt Services
388 Greenwich Street,
14th Floor,
New York, NY 10013

Citi Bank N.A.
Custodial Services
FIFC, 11th Floor, C-54 & 55, G
Block Bandra Kurla Complex,
Bandra (East), Mumbai



Annexure A

Disclosure of Information pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulation") with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

AMALGAMATION OF "GRASIM PREMIUM FABRIC PRIVATE LIMITED" WITH "GRASIM INDUSTRIES LIMITED"

1. Details of Transferor and Transferee Companies:

➤ Transferor Company:

Grasim Premium Fabric Private Limited ("Transferor Company") was originally incorporated as Soktas India Private Limited on 15th February 2007, under the provisions of the Companies Act, 1956 with Corporate Identification Number U24233PN2007PTC133637 having its Registered Office situated at Plot No. T-8, Kagal Hatkanangle, Five Star MIDC, Kasba Sangaon, Taluka Kagal, Kolhapur-416217. Soktas India Private Limited became wholly owned subsidiary of Grasim Industries Limited ("Transferee Company") with effect from 29th March 2019. The name of Soktas India Private Limited was changed to Grasim Premium Fabric Private Limited on 3rd May 2019. Transferor Company is in the business of Manufacturing of Premium fabric.

➤ Transferee Company:

Grasim Industries Limited ("Transferee Company") was incorporated on 25th August 1947 in the name of The Gwalior Rayon Silk Manufacturing (Weaving) Company Limited, under the provisions of the Gwalior Companies Act, 1963, with Corporate Identification Number L17124MP1947PLC000410 having its registered office situated at Birlagram, Nagda, District Ujjain, Madhya Pradesh- 456331. The Transferee Company's securities are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and Luxembourg Stock Exchange.

The Transferee Company is the flagship company of the Aditya Birla Group. It started as a textiles manufacturer in India in 1947. Today, it is a leading global player in VSF and the largest chemicals (Chlor-Alkali-s) player in India. Over the years, the company has strengthened backward integration in Dissolving Grade Pulp, Caustic Soda, Power & Steam-major inputs required for the production of VSF.

The Net-worth and turnover of both the companies as on 31st March 2019 is as under:

(Rs. in Cr)		
Particulars	Net-worth as on 31 st March 2019	Turnover for FY 2018-19
Grasim Premium Fabric Private Limited	73.70	166.38
Grasim Industries Limited	41,959.19	20,550.43





2. Whether the transaction would fall within related party transaction:

The proposed amalgamation is not to be treated as a related party transaction in terms of General Circular No. 30/2014 dated 17th July 2014 issued by the Ministry of Corporate Affairs. Further, pursuant to Regulation 23(5) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the related party transaction provisions under Listing Regulations are not applicable to the proposed Scheme.

3. Area of business of the entities:

As mentioned in point no. 1.

4. Rational for the proposed Scheme:

The reasons and circumstances leading to and justifying the proposed Scheme of Amalgamation, which make it beneficial for all concerned including the members of both the Companies, are as follows:

The amalgamation would, inter alia, bring about:

- (i) simplification of the corporate structure;
- (ii) better, efficient and economical management and control over the running of businesses of the subsidiaries;
- (iii) elimination of duplication in administrative cost and multiple record keeping thus resulting in cost savings, increased operational efficiencies and administrative convenience;
- (iv) strengthening the financial position and ability of the Transferee Company by raising resources against the assets owned by the Transferor Company;
- (v) creating better synergies across the group, optimal utilization of resources and obtaining economies of scale.

5. Details of Change in Shareholding Pattern:

There will be no change in Shareholding pattern of the Transferee Company pursuant to the proposed Scheme as no shares are proposed to be issued by the company in consideration of the proposed scheme. The Company is the sole shareholder of the Transferor Company.

6. Consideration and/or Share Exchange ratio:

As the entire Issued, Subscribed and Paid-up Share capital of the Transferor Company is held by the Transferee Company and its nominees, upon the Scheme being effective, notwithstanding anything contrary in this Scheme, the said Equity Share capital of the Transferor Company will stand automatically cancelled and there will be no issue and allotment of shares to the Transferee Company and its nominees.

