



PRAKASH

Constrowell Limited

Concrete Values. Concrete Solutions.

Ref. No.: PCL/2016-17/234

Date: 08.09.2016

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400051.

BSE Limited,
Market Operations Dept.
P.J. Towers,
Dalal Street,
Mumbai- 400001.

Sub: Outcome of the Meeting of Board of Directors held on 8th September, 2016

Ref: Prakash Constrowell Limited, Scrip Code (NSE- PRAKASHCON& BSE- 533605).

Dear Sir/ Madam,

Pursuant to the requirements of Regulation 30 of the SEBI Listing Regulations, 2015 of Listing Agreement, this is to inform you that the Board of Directors of the Company at their meeting held on 8th September 2016 which commenced on 3.00 p.m. and concluded on 6.45 p.m., inter-alia transacted the following:

1. Considered and approved acquisition of SPG Multi Trade Private Limited. Detailed information as required under Regulation 30 of the SEBI Listing Regulations, 2015 is annexed below.
2. Considered and approved Preferential offer and issue of up to 7,50,00,000 (Seven Crores Fifty Lacs) Warrants, convertible into equivalent number of Equity Shares of Rs.1/- each to the Promoters/ non-promoters subject to the approval of the Members of the Company through postal ballot by way of passing special resolution under Section 42 and 62 of the Companies Act, 2013 and other necessary regulatory approval. The Warrants will be issued at a price not lower than the price arrived at as per the provisions of Chapter VII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended and on such further terms and conditions specified in the said Regulations.

Kindly take the same on records and acknowledge the receipt.

For Prakash Constrowell Limited

Madhura Ubale

CS & Compliance Officer.

Place: Nashik

Detailed information as required under Regulation 30 of the SEBI Listing Regulations, 2015 for Acquisition of SPG Multi Trade Private Limited:

- a) name of the target entity, details in brief such as size, turnover etc.;
SPG Multitrade Private Limited. Turnover – Rs. 520 Cr (FY 15-16).
SPG Multi Trade Private Limited was incorporated in the year 2006 having present registered office at Unit No. 1207, One BKC, Plot No. C-66, Bandra Kurla Complex, Bandra East, Mumbai- 400 051. It deals in trading of multiple products such as thermal coal, rock gypsum, cotton, API (Active Pharmaceutical Ingredient) products, steel and allied products. The present directors of SPG are Mr. Madanlal Goyal and Mr. Hariprasad Agrawal.
- 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 "arms length";
Not a Related Party Transaction.
- c) Industry to which the entity being acquired belongs;
Trading Industry.
- 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);
Strategic Investment.
- e) Brief details of any governmental or regulatory approvals required for the acquisition;
SEBI, Exchanges, ROC.
- f) indicative time period for completion of the acquisition;
18 Months.
- g) Nature of consideration - whether cash consideration or share swap and details of the same;
Cash.
- h) Cost of acquisition or the price at which the shares are acquired;
Rs. 158.10 per share.
- i) Percentage of shareholding / control acquired and / or number of shares acquired;
100% shares
- 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);

SPG Multi Trade Private Limited (SPG) which is engaged in the business of trading of multiple products such as thermal coal, rock gypsum, cotton, API (Active Pharmaceutical Ingredient) products, steel and allied products.