

# SHOPPERS STOP

SEC/58/2024-25

July 18, 2024

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001.  <b>Stock Code : 532638</b>	National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051.  <b>Stock Symbol : SHOPERSTOP</b>
---	--

Dear Sir / Madam,

**Subject: Intimation of approval of further investment in Global SS Beauty Brands Limited, Wholly Owned Material Subsidiary of the Company -Intimation under Regulation 30(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

We are pleased to inform you that the Board of Directors of Shoppers Stop Limited (“the Company”) at its Meeting held on July 18, 2024, have inter-alia approved additional investment in Global SS Beauty Brands Limited (formerly known as Upasna Trading Limited), material wholly owned subsidiary (“GSBBL”) of upto Rs. 5 Crores (Rupees Five Crores) in one or more tranches, by way of subscription to Right Issue of 500 preference shares i.e. 0.01% Non-Cumulative Optionally Convertible Preference Shares (‘NOCPs’) each at par at face value of Rs. 1,00,000/- each of GSBBL.

With the approval of the aforesaid investment, total aggregate investment approved by the Company in GSBBL as on July 18, 2024 is Rs. 60 Crores, which includes :

- approved and subscribed by way of right issue to Equity shares of Rs. 4.95 Crores and Preference shares of Rs. 50 Crores;
- further additional investment of Rs. 5 Crores approved at the Board Meeting held on July 18, 2024.

Details in respect of the said purchase as required under Regulation 30(6) read with Schedule III Part A Para A (1) of the Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 are enclosed as Annexure.

We request you to take the above information on record.

The aforesaid Board Meeting commenced at 02.00 p.m. and concluded at 05.30 p.m.

Thank you.

Yours faithfully,

For **Shoppers Stop Limited**

**Vijay Kumar Gupta**  
**Vice President – Legal, CS & Compliance Officer**  
ACS No: 14545

## Shoppers Stop Limited

Registered & Service Office : Umang Tower, 5<sup>th</sup> Floor, Mindspace, Off. Link Road, Malad (W), Mumbai 400 064, Maharashtra.  
T 022- 42497000 CIN : L51900MH1997PLC108798. Email : [customercare@shoppersstop.com](mailto:customercare@shoppersstop.com) Website: [www.shoppersstop.com](http://www.shoppersstop.com)  
Toll Free No.:1800-419-6648 (9 am to 9 pm).

## Annexure

**Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('SEBI LODR Regulations') read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015:**

**Details to be disclosed - Acquisition (Investment in equity shares of Global SS Beauty Brands Limited by way of subscription to Rights Issue)**

### Acquisition (including agreement to acquire):

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	<ul style="list-style-type: none"> <li>Global SS Beauty Brands Limited (GSBBL) (formerly Upasna Trading Limited), a Wholly Owned Subsidiary of the Company.</li> <li>During FY 23-24, turnover is Rs. 95.73 Crores</li> </ul>
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 "arm's length"	<ul style="list-style-type: none"> <li>The purchase of further 500 preference shares (0.01% Non-Cumulative Optionally Convertible Preference Shares ('NOCPs') in the material wholly owned subsidiary is a related party transaction.</li> <li>The promoter/promoter group/group companies of the Company have interest in Global SS Beauty Brands Limited to the extent of their holding in the Company (i.e., 65.58% equity shares of the Company).</li> <li>Arm's Length – Not applicable</li> </ul>
3	Industry to which the entity being acquired belongs;	Retail
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);	<ul style="list-style-type: none"> <li>The object of the acquisition is to subscribe to NOCPs shares entitlement of the Company in the Rights Issue of GSBBL, a material wholly-owned subsidiary Company.</li> <li>GSBBL is an SPV of the Company that intends to use the proceeds towards its business of distribution of beauty products. The object is in-line with the beauty products business of the Company.</li> </ul>
5	Brief details of any governmental or regulatory approvals required for the acquisition;	None, other than regular establishment licenses / registration.
6	Indicative time period for completion of the acquisition;	Completion of exercise by way of allotment of equity shares of GSBBL is expected to be completed in within 3 months.
7	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration
8	Cost of acquisition or the price at which the shares are acquired;	Cost of acquisition: Rs. 5,00,00,000 /- (Rupees Five Crores Only).

### Shoppers Stop Limited

Registered & Service Office : Umang Tower, 5<sup>th</sup> Floor, Mindspace, Off. Link Road, Malad (W), Mumbai 400 064, Maharashtra.  
T 022- 42497000 CIN : L51900MH1997PLC108798. Email : [customercare@shoppersstop.com](mailto:customercare@shoppersstop.com) Website: [www.shoppersstop.com](http://www.shoppersstop.com)  
Toll Free No.:1800-419-6648 (9 am to 9 pm).

# SHOPPERS STOP

		Rights Issue of 500 preference shares in one or more tranches (0.01% Non-Cumulative Optionally Convertible Preference Shares ('NOCPs') at face value of Rs. 1,00,000/- each (Rupees one lakh only)
9	Percentage of shareholding / control acquired and / or number of shares acquired;	<p><b>Pre-Acquisition:</b></p> <ul style="list-style-type: none"> <li>• Number of equity shares held: 4,99,994</li> <li>• <b>Number of preference shares: 5,000</b></li> <li>• Percentage of shareholding: 100%</li> <li>• Control: 100%</li> </ul> <p><b>Post-Acquisition:</b></p> <ul style="list-style-type: none"> <li>• Number of equities shares to be held: 4,99,994</li> <li>• <b>Number of preference shares: 5,500</b></li> <li>• Percentage of shareholding: 100%</li> <li>• Control: 100%</li> </ul>
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);	<ul style="list-style-type: none"> <li>• Global SS Beauty Brands Limited, a material wholly owned subsidiary (GSBBL) of Shoppers Stop Limited (SSL) was incorporated on December 08, 1995.</li> <li>• GSBBL is the special purpose vehicle of the Company to undertake business of distribution of beauty products.</li> <li>• Turnover of last 3 years: FY 2023-24 – Rs. 95.73 Crores FY 2022-23- Rs. 14.02 Crores FY 2022-21 – Rs. Nil</li> <li>• Presence of entity: India</li> </ul>

## Shoppers Stop Limited

Registered & Service Office : Umang Tower, 5<sup>th</sup> Floor, Mindspace, Off. Link Road, Malad (W), Mumbai 400 064, Maharashtra.  
T 022- 42497000 CIN : L51900MH1997PLC108798. Email : customercare@shoppersstop.com Website: www.shoppersstop.com  
Toll Free No.:1800-419-6648 (9 am to 9 pm).