



SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.

CIN: L24100MH1993PLC071376

(A Government of India Recognised Export House)

An ISO 9001:2015 & 14001:2015 Certified Company

Office No. 301/302, 3rd Floor, Atlanta Center, Near Udyog Bhavan

Sonawala Road, Goregaon (East), Mumbai - 400063, India

Tel.: + 91 22 4270 2525 Fax: + 91 22 2685 3205

Date: 20th December, 2024

National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 Scrip Symbol: SHREEPUSHK	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001 Scrip Code: 539334
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Dear Sir/Madam,

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Scheme of Amalgamation of Wholly-Owned Subsidiary Companies

With reference to the captioned subject and Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), we wish to inform you that Madhya Bharat Phosphate Private Limited and Kisan Phosphates Private Limited are Wholly-Owned Subsidiary Companies of the Company and a **Scheme of Amalgamation between Madhya Bharat Phosphate Private Limited ("Transferor Company/First Applicant Company"); with Kisan Phosphates Private Limited ("Transferee Company/Second Applicant Company") and their respective shareholders ("Scheme")** has been approved by the Board of Directors of the respective Wholly-Owned Subsidiary companies at their Meeting held today i.e. Friday, 20th December, 2024.

The intimation of the same was received by the Company at 2:30 P.M. (IST) today i.e. Friday, 20th December, 2024.

The Scheme Shall be subject to approval of Hon'ble National Company Law Tribunal of relevant Jurisdiction, Shareholders and Creditors of such companies and other regulatory/government Authorities, if any.

In this regard, please find enclosed herewith the disclosure containing details as required under Regulation 30 read with clause (1) of Para A of Part A of Schedule III of the Listing Regulations and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, as Annexure 'A'.

This is for your information.

Kindly note and take the same on record.

Thanking you

Yours faithfully,

For Shree Pushkar Chemicals & Fertilisers Limited

Pankaj Manjani

Company Secretary & Compliance Officer

Encl.: as above



.....Stable, Sustainable & Smart Chemistry Company.....
• Speciality Textile Dyes • Dyes Intermediates • Acids • Power • Animal Health & Nutrition • Fertilisers

Works at - B- 102 / 103, D - 25, B - 97, D - 18, D - 10, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri
Maharashtra, India.

GOTS / Approved

email: info@shreepushkar.com • www.shreepushkar.com

ZDHC gateway / Registered



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Annexure - A

Sr. No.	Particulars	Details
a)	name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>Madhya Bharat Phosphate Private Limited [CIN:U21015MH1998PTC346839], Transferor Company, is an unlisted private limited company incorporated on 6th January, 1998 under the provision of the Companies Act, 1956 ("MBPPL").</p> <p>Kisan Phosphates Private Limited [CIN:U26960MH2012PTC234401], Transferee Company, is an unlisted private limited company incorporated on 13th August, 2012 under the provision of the Companies Act, 1956 ("KPPL").</p> <p>The Turnover of MBPPL and KPPL for the financial year ended 31st March, 2024 was Rs. 142.56 crores and Rs. 98.26 crores respectively.</p>
b)	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	<p>Yes.</p> <p>The transaction is between two Wholly-Owned subsidiaries of the Company. Hence, it is exempted as per Regulation 23(5)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>
c)	area of business of the entity(ies)	Chemicals and Fertilisers
d)	rationale for amalgamation/merger;	<p>The Scheme is expected to result in the following, inter alia, benefits:</p> <ul style="list-style-type: none">• The nature of business carried on by the Transferor Company and the Transferee Company are complementary to each other as the transferor Company and the transferee company are engaged in similar line of the business i.e. manufacturing of Single Super Phosphates. (SSP).• Simplification of the corporate structure by elimination of multiple entities in the group driven with single focused management team.• Incremental operational efficiencies & administrative synergies by pooling of financial, human, technological, managerial resources & expertise.• Cost reduction as a result of elimination of duplication of administrative expenses, overheads, compliances etc., and optimum utilization of the resources.



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		<ul style="list-style-type: none">Better alignment, coordination and streamlining of day-to-day operations, leading to improvement in the overall working culture and environment.Unlocking potential synergies across products, customers, technology and manufacturing excellence.
e)	in case of cash consideration amount or otherwise share exchange ratio	As per Share Exchange Ratio determined by Registered Valuer, For every 1 share of MBPPL, 1.01 shares of KPPL will be issued to the Shareholders of MBPPL.
f)	brief details of change in shareholding pattern (if any) of listed entity.	Not applicable. The shareholding pattern of the Company remains unchanged.



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