



# JAINAM

FERRO ALLOYS (I) LIMITED

07th August, 2023

REF: JFAL/NSE/2023/82

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.

Ref: NSE Symbol- JAINAM; ISIN- INE02KC01010

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

Dear Sir / Madam,

In terms of Regulation 30 of Listing Regulations, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. 07 August, 2023, inter alia, considered and approved the following business:

To subscribe/acquire 3,75,000 (Three Lakh Seventy- Five Thousand) (i.e.97.40%) Equity Shares of **JW Diagnostic and Research Center Private Limited** (CIN: U85110CT2023PTC014466) ("Target Company") at a price of Rs. 40/- (Rupees Forty) per share, on the basis of Private Placement for an aggregate value of investment Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh Only).

The disclosure pursuant to Regulation 30 of SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 and Part A of Schedule III of the aforesaid regulations read along with SEBI Master Circular no. SEBI/ HO/CFD /PoD2/CIR /P/2023/120 dated July 11, 2023 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is attached as 'Annexure A'.

Further the Board has approved the Share Subscription Agreement ("SSA") for execution with the Target Company to subscribe Equity Share of the Target Company offered through Private Placement. On completion of the said purchase, JW





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Diagnostic and Research Center Private Limited will become Subsidiary of Jainam Ferro Alloys (I) Limited ("the Company").

The aforesaid Board Meeting commenced at 01:00 p.m. and concluded at 04:30 p.m.

This is for your information and record.

Yours faithfully,

For Jainam Ferro Alloys (I) Limited

ARCHIT  
PARAKH

Digitally signed by  
ARCHIT PARAKH  
Date: 2023.08.07  
16:48:27 +05'30'

Archit Parakh  
Managing Director  
DIN: 06797522





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### Annexure A

#### *Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

a) Name of the target entity, details in brief such as size, turnover etc;	<p><b>i) Name of the Target Company:</b> "JW Diagnostic and Research Center Private Limited"</p> <p><b>Details of Target Company:</b> <b>Authorised Capital:</b> Rs 50,00,000 divided into 5,00,000 equity shares of Rs 10 each. <b>Paid up Capital:</b> Rs 1,00,000 divided into 10,000 equity shares of Rs 10 each. <b>Turnover:</b> Rs. 3,00,000 as on 25.07.2023</p>
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";	<p>The Target Company is a related party of the Company. The promoter group holds 100% shareholding in the Target Company.</p> <p>The acquisition of shares of Target Company will be by way of subscription of shares under the private placement offer floated by the Target Company and the value of shares is as per the valuation report obtained. The transaction is at arm's length basis in compliance with the applicable provisions /regulations.</p>
c) Industry to which the entity being acquired belongs;	<b>Diagnostic and Healthcare Service</b>
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);	As a part of overall corporate objective, the management has proposed to acquire M/s JW Diagnostic and Research Center Private Limited to make it a subsidiary and to further address growth opportunities.
e) Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
f) Indicative time period for completion of the acquisition;	The Acquisition is expected to be completed within 60 (sixty) days from the date of signing of SSA or such date





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	as may be mutually agreed between the Parties
g) Nature of consideration - whether cash consideration or share swap and details of the same;	Cash transactions
h) Cost of acquisition or the price at which the shares are acquired;	Rs. 40/- Per Share
i) Percentage of shareholding / control acquired and / or number of shares acquired;	The Company will subscribe total 3,75,000 Equity Shares which will be 97.40% of the total paid up capital (post allotment) of the Target Company.
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);	JW Diagnostic and Research Center Private Limited was incorporated on 17 <sup>th</sup> April, 2023 having its registered office at 6 <sup>TH</sup> Floor, Wallfort Ozone, Near Fafadih Chowk Raipur CG 492001 and has just commenced its Business.

