



AMRAPALI INDUSTRIES LTD.

To,
General Manager
Department of Corporate Services,
BSE Limited,
P.J Towers,
Dalal Street, Fort,
Mumbai- 400001

Date: February 24, 2020

Sub: Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015

Ref: Scrip ID / Code: AMRAPLIN / 526241

Dear Sir,

This is to inform you that the Board of Directors of the Company at their meeting held on February 24, 2020 have approved of a scheme of arrangement pursuant to Sections 230 and 232 of the Companies Act, 2013 for demerger of the Entertainment Business ("Demerged Undertaking") of Amrapali Industries Limited into Amrapali Asset Reconstruction Private Limited with effect from the Appointed Date on April 1, 2020.

The Scheme is subject to requisite statutory approvals including sanction by the National Company Law Tribunal and approval of the BSE Limited.

The requisite information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed herewith.

We request you to take the same on record.

For Amrapali Industries Limited

Yashwant Thakkar



Yashwant Thakkar
Managing Director
DIN: 00071126

Regd. Office :

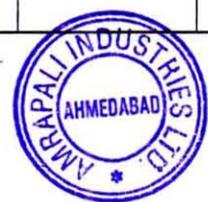
19-20-21, Narayan Chambers, T+91 79 26581329/30
111rd Floor, B/h. Patang Hotel, T+91 79 26575105/06
Ashram Road, Ahmedabad-9. F+91 79 26579169/26584313
CIN : L91110GJ1988PLC010674
E-mail : ail@amrapali.com / www.amrapali.asia

Disclosure as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No	Particulars	Details														
1.	Brief details of the division(s) to be demerged	This scheme of arrangement between Amrapali Industries Limited and Amrapali Asset Reconstruction Company Private Limited and their respective shareholders ("Scheme", more particularly defined hereinafter) for demerger is presented under the provisions of sections 230 to 232 and other relevant provisions of the Companies Act, 2013, as may be applicable, and also read with Section 2(19AA) and other relevant provision of Income Tax Act, 1961, as may be applicable, for Demerger of the Entertainment Business of Amrapali Industries Limited and vesting the same in Amrapali Asset Reconstruction Company Private Limited on a going concern basis.														
2.	turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year / based on financials of the last financial year;	<p>Turnover of Entertainment Undertaking:</p> <table border="1"> <thead> <tr> <th>Turnover of Entertainment Undertaking of the Company (INR lakhs) FY 2018-19</th> <th>% to the total turnover of the Company</th> </tr> </thead> <tbody> <tr> <td>Rs. 881.14 Lacs</td> <td>0.06%</td> </tr> </tbody> </table>	Turnover of Entertainment Undertaking of the Company (INR lakhs) FY 2018-19	% to the total turnover of the Company	Rs. 881.14 Lacs	0.06%										
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3.	rationale for demerger	<p>The Scheme is presented under Sections 230 to 232 and other relevant provisions of the Companies Act, 2013 for demerger of the Entertainment division of Amrapali Industries Limited ("AIL") into Amrapali Asset Reconstruction Company Private Limited ("AARCPL")</p> <p>AIL has two different divisions namely trading of Commodities and Shares and entertainment business. With a view to achieving operational efficiencies and streamlining its current structure, AIL has decided to demerge its Entertainment Division into AARCPL with primary intention to focus its business synergies on Share and Commodities trading.</p> <p>The transfer and vesting of the Entertainment Division of AIL to AARCPL pursuant to this Scheme is with a view to establishing highest operational standards and also to unlock the economic value of the Entertainment Division</p> <p>The re-organization exercise would inter alia achieve the following advantages:</p> <ol style="list-style-type: none"> Realigning assets to create an integrated business model; More focused leadership and dedicated management; Greater visibility on the performance of Share and Commodities trading. 														
4.	brief details of change in shareholding pattern (if any) of all entities	<p>The Shareholding pattern of Resulting Company will change as follow:</p> <table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Pre</th> <th colspan="2">Post</th> </tr> <tr> <th>No. of</th> <th>% of holding</th> <th>No. of Shares</th> <th>% of holding</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Particulars	Pre		Post		No. of	% of holding	No. of Shares	% of holding					
Particulars	Pre			Post												
	No. of	% of holding	No. of Shares	% of holding												

22/10/20

3/12



		Promoter & Promoter Group	10000	100%		
		Public	0.00	0.00	2526662	73.51%
		Custodian	0.00	0.00	910709	26.49%
		TOTAL	10000	100%	3437371	100.00%
5.	in case of cash consideration – amount or otherwise share exchange ratio	The Shareholders of Amrapali Industries Limited will get one share of Amrapali Asset Reconstruction Company Private Limited against Fifteen shares of AIL.				
6.	whether listing would be sought for the resulting entity	Yes				

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