

NEAPS/ BSE ONLINE

24th June, 2020

**The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda Building
Mumbai – 400 001**

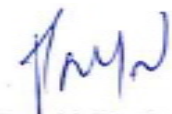
**Listing Department
National Stock Exchange of India Limited
Plot No. C/1, Block-G
Exchange Plaza, 5th Floor,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051**

Dear Sir/Madam,

Sub: Intimation pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding slump sale of business undertaking

Subject to receipt of requisite approvals, the Board of Directors of Company in its meeting held on 23rd June 2020, for focussed growth of its Water heating business, has approved sale of Water Heater business undertaking (the “WHBU”) being part of consumer product division of Company, to its wholly owned subsidiary M/s. Hintastica Private Limited (the “HPL”) by way of slump sale through business transfer agreement to be executed between the Company and HPL. The details as regard to the transaction are stated below:

S. No.	Particulars	Remarks
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	Revenue/Income of WHBU for FY 2019-20 is Rs.69.34 crore (15.3% of Rs.451.44 crore being Revenue/Income of Company) Net-worth (based on gross value of assets) relating to WHBU as on 31 st March 2020 is Rs.20.34 crore (22.34% of Net Worth of Company). Net worth of Company as on 31 st March 2020 is Rs.91.04 crore.
b)	Date on which the agreement for sale has been entered into;	The Business Transfer Agreement (the “BTA”) for sale of WHBU by Company to HPL is expected to be executed within a period of 10 business days. The slump sale of WHBU is conditional upon satisfactory completion of the respective conditions precedent by the parties (including shareholders, lenders and other necessary approvals for slump sale).



Somany Home Innovation Limited

Corporate Office: 37 B, Echelon Institutional Area, Sector-32, Gurugram, Haryana-122 001, India. T. +91 124 2889300

Registered Office: 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668

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S. No.	Particulars	Remarks
c)	The expected date of completion of sale/disposal;	Subject to satisfactory completion of the conditions precedent (including shareholders, lenders and other necessary approvals required for Slump Sale) by the parties and in accordance with the other provisions of BTA, the transaction will be effective by end of September 2020 or such other date as may be mutually agreed between the parties (the "Closing Date").
d)	Consideration received from such sale/disposal;	The lump sum consideration to be received by the Company against Slump Sale of WHBU as a going concern will be Rs.49.37 crore subject to customary Closing Date adjustments in accordance with the provisions of the BTA.
e)	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	HPL is wholly owned subsidiary of the Company.
f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Since, HPL is a wholly owned subsidiary of the Company, the transaction is a related party transaction. The consideration for sale of WHBU by the Company to HPL is determined on the basis of an independent valuation report. The transaction is undertaken on arm' length basis.
g)	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	The transfer is being undertaken through a business transfer agreement to be executed between the Company and HPL. Since, there is no underlying amalgamation or merger in the transaction, this disclosure under point (g) is not applicable.

This is for your reference and record.

For **SOMANY HOME INNOVATION LIMITED**



Payal M. Puri
(Company Secretary & V.P. Group General Counsel)

Name: Payal M. Puri
Address: 301-302, 3rd Floor, Park Centra, Sector 30, NH-8, Gurugram -122001
Membership No.: 16068

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