



# GRETEX INDUSTRIES LIMITED

90, Phears Lane, 5<sup>th</sup> Floor, Kolkata-700012

Phone: 033 2236 0083, Mob: 9830025765

Website: www.gretexindustries.com

Email Id: arvind@gretexgroup.com, info@gretexindustries.com

CIN: L17296WB2009PLC136911

June 27, 2024

To,  
The Listing Department,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G- Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai- 400051.

## **SCRIP SYMBOL: GRETEX**

**Subject: 1) Update in the matter of Scheme of Amalgamation among Gretex Industries Limited (“The Transferee Company”) with Apsara Selections Limited (“Transferor Company 1”) and Sankhu Merchandise Private Limited (“Transferor Company 2”) and intimation of Board Meeting under Regulation 29 of SEBI (LODR) Regulations, 2015.**

**2) In Principle approval observation letter Received from National Stock Exchange of India dated : 14<sup>th</sup> January, 2021, for the draft scheme of Amalgamation amongst Gretex Industries Limited, Apsara Selections Limited and Sankhu Merchandise Private Limited and their respective Shareholders and Creditors.**

In furtherance to our intimation dated May 23, 2024 in connection with the Scheme of Amalgamation amongst Gretex Industries Limited (“the Transferee Company”) with Apsara Selections Limited (“Transferor Company 1”) and Sankhu Merchandise Private Limited (“Transferor Company 2”) and their respective shareholders (**Scheme of Amalgamation**) as approved by the Hon’ble National Company law Tribunal (Hon’ble NCLT), Kolkata Bench vide its order dated April 02, 2024 vide its order no. CP(CAA)NO-11/KB/2022 WITH CA(CAA)NO-44/KB/2021 and for transferor Companies by the Hon’ble NCLT, Mumbai Bench vide its order dated March 01, 2024 vide its order no. C.P(CAA)181/MB/2022 with C.A(CAA)108/MB/2021 for Transferor Companies respectively under the provisions of section 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, we would like to submit and inform to your good office as under:

- 1) The Amalgamation Scheme submitted with National Stock Exchange and scheme approved by Hon’able National Company Law Tribunal is same.
- 2) As per the scheme of Amalgamation, the Shareholding of the promoters and public in the Company will increase as under:

Name of the Promoter/ Shareholder	No. of Shares held	% of Shares	Post Merger	% of Shares
ARVIND HARLALKA (Promoter)	53400	1.27%	138400	0.93%
SUMEET HARLALKA (Promoter)	53400	1.27%	138400	0.93%
SUMIT HARLALKA HUF (Promoter Group)	100000	2.37%	100000	0.68%
ARVIND HARLALKA HUF(Promoter Group)	276000	6.55%	276000	1.86%
TALENT INVESTMENT COMPANY PRIVATE LIMITED (Promoter Group)	549100	13.04%	549100	3.71%
AMBITION TIE UP PRIVATE LIMITED (Promoter Group)	348000	8.26%	3018830	20.38%
SIGNAGEUS VALUE ADVISORS PRIVATE LIMITED (Promoter)	527000	12.51%	2357000	15.91%
BONANZA AGENCY LLP(Promoter Group)	324700	7.71%	340950	2.30%
GRETEX CORPORATE SERVICES LIMITED (Promoter Group)	-	0.00%	1700000	11.48%

**BRANCH:** Century Apartment Ganesh Guri, GS Road 1<sup>st</sup> Floor, Guwahati – 781005

**GODOWN:** 176/1/B, Manicktalla Main Road, 1<sup>st</sup> Floor, Kolkata – 700 054

**SHOWROOM:** Express Zone, Wing-A, G-82, Western Express Highway, Opp. Oberoi Mall, Panch Bawadi, Malad(East), Mumbai – 400097



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RAJKUMARI HARLALKA (Promoter Group)	-	0.00%	85000	0.57%
ALOK HARLALKA (Promoter Group)	-	0.00%	85000	0.57%
GRETEX SHARE BROKING LIMITED (Promoter Group)	-	0.00%	763750	5.16%
PUBLIC SHAREHOLDERS	1980000	47.01%	5262130	35.52%
<b>Total</b>	<b>4211600</b>	<b>100.00%</b>	<b>14814560</b>	<b>100.00%</b>

- 3) The Company has made application to the statutory Authorities to give effect to this scheme.
- 4) Further in terms of scheme of Amalgamation, the MOA of the Company stands amended to the extent given below:

### **Increase in Authorised Share Capital of the Company**

The Authorized Share Capital of the Company is Rs. 5,16,80,000 /- (Rupees Five Crores Sixteen Lakhs Eighty Thousand Only) divided into 51,68,000 (Fifty One Lakhs Sixty Eight Thousand) Equity shares of Rs. 10/- (Rupees Ten) each with such rights, privileges and conditions attaching thereto as are provided by the regulations of the company for the time being, with power to increase and decrease the capital of the company and to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the Articles of the company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of the Company for the time being.

**Further, the company increased the Authorized share capital in its EGM dated June 15,2024 and accordingly the MOA of the Company stands amended to the extent given below:**

### **Increase in Authorised Share Capital of the Company**

The Authorized Share Capital of the Company is Rs.15,00,00,000 /- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity shares of Rs. 10/- (Rupees Ten) each with such rights, privileges and conditions attaching thereto as are provided by the regulations of the company for the time being, with power to increase and decrease the capital of the company and to divide the shares in capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the Articles of the company for the time being and to modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of the Company for the time being.

Further , we would like to intimate that in terms of the Scheme of Amalgamation among Gretex Industries Limited with Transferor Companies vide its order dated April 02,2024, the Transferee Company will issue 55,62,960 and 50,40,000 i.e. Total 1,06,02,960 fully paid-up equity shares of ₹10/- each, in the ratio of 13:1 and 21:1 to the shareholders of the Transferor Company 1 and Transferor Company 2 respectively, who were the shareholders of said transferor companies as on January 14,2021.

As per the SEBI (ICDR) Regulations, 2018 and amendment thereto any increase of promoter holding beyond the 5% of the creeping acquisition of shares under SEBI (SAST) Regulations, 2011 is not applicable to this scheme. In the Present case the promoter holding will be increased from **52.99% to 64.48%**. The promoters are not required to give any open offer under Regulation 10 of SEBI (SAST) Regulations, 2011.

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We would like to further intimate that in terms of Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board meeting for the purpose of allotment of Equity Shares as mentioned above is scheduled to be held on Tuesday, July 02, 2024.

This is for your information and record.

Thanking you  
Yours faithfully,

For Gretex Industries Limited

Neeti Dubey  
Company Secretary & Compliance Office

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