

SOM DISTILLERIES AND BREWERIES LIMITED

Registered Office: I-A, Zee Plaza, Arjun Nagar, Safdarjung Enclave, Kamal Cinema Road, New Delhi - 110029

Phone: +91-11-26169909, 26169712 Fax: +91-11-26195897

Corporate Office: SOM House, 23, Zone II, M.P. Nagar, Bhopal, Madhya Pradesh – 462011

Phone: +91-755-4278827, 4271271 Fax: +91-755-2557470

Email : compliance@somindia.com **Website:** www.somindia.com

CIN : L74899DL1993PLC052787

(BSE : 507514, NSE : SDBL)



SDBL/BSE/NSE/2023-24

9.02.2024

To,

The Manager, Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED 'Exchange Plaza' C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in <u>Security ID: SDBL</u>	Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com <u>Security ID: 507514</u>
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Sub: Intimation under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Woodpecker Distilleries and Breweries Private Limited – change of status from WOS to Subsidiary

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we wish to inform you that **Woodpecker Distilleries and Breweries Private Limited (WDBPL)** (Erstwhile Wholly Owned Subsidiary) has ceased to be WOS of Som Distilleries and Breweries Limited (the Company or SDBL) pursuant to Allotment of Equity Shares to SDBL and individual promoters of the Company as detailed below.

Nam of Allotee	Pre Allotment Shareholding in WDBPL %	No of Shares Allotted of Rs.10 each	Post Allotment Shareholding in WDBPL %
Som Distilleries and Breweries Limited	100	50,00,000	78.87
Mr. Jagdish Kumar Arora	-	1,00,00,000	14.08
Mr. Deepak Arora	-	50,00,000	7.04
Total	100	2,00,00,000	100.00

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are given in *Annexure A* to this letter.

This is for your information and records please.

Thanking You,

For Som Distilleries & Breweries Limited

Nakul Kam Sethi
Director
DIN: 06512548

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Annexure A

Acquisition of shares in Woodpecker Distilleries and Breweries Private Limited as a Wholly-Owned Subsidiary but continuation as a Subsidiary

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	Name of the target entity, details in brief such as size, turnover etc.;	Woodpecker Distilleries and Breweries Private Limited (WDBPL or Woodpecker) The WOS contributed INR 262.06 crores as turnover i.e. 32.50% of the total consolidated turnover of the Company SDBL during last year
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”;	Yes, WDBPL being a WOS/ Subsidiary and the same is done at “arms length” basis.
c)	industry to which the entity being acquired belongs;	Manufacturing of beer/IMFL
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);	<p>SDBL has given INR 77.91 crores of unsecured loans to Woodpecker Distilleries and Breweries Private Limited (Woodpecker) it's WOS as on 31st December, 2023. This balance was at the same level as on 31st March 2023. This amount is besides the equity of INR 51 crores invested as equity in Woodpecker.</p> <p>Woodpecker is also in the middle of capex program amounting to INR 70 crores which is expected to be completed by Q1FY25. Woodpecker has spent INR30 crores for this project so far. There was a further need of funds.</p> <p>With that background in mind, the Board of Woodpecker decided to allot additional equity shares worth INR 30 crores to Mr.JK Arora and Mr. Deepak Arora and another INR 10 crores of shares to SDBL. This raise will help Woodpecker to part finance the capex as well as facilitate the return of the</p>

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		unsecured loans to the parent company.
e)	brief details of any governmental or regulatory approvals required for the acquisition;	NA
f)	indicative time period for completion of the acquisition;	February 7, 2024
g)	nature of consideration - whether cash consideration or share swap and details of the same;	Cash
h)	cost of acquisition or the price at which the shares are acquired;	INR 40 Crores
i)	percentage of shareholding / control acquired and / or number of shares acquired;	As per table above
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);	The entity was a WOS of the Company and is now a subsidiary of the company. The company is into Manufacture of beer/IMFL