

To,

BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001
Scrip Code: 509732

Sub: Intimation under Regulation 30 and Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 while disclosing events given in Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)- Disclosure with reference to Acquisition.

Dear Sir / Madam,

Pursuant to Regulation 30 and Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 while disclosing events given in Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors in their meeting held on 19.02.2025 considered and approved to enter into the following transactions/agreements subject to shareholders' approval: -

- 1. Approval of Related Party Transaction with respect to purchase/acquisition of Sole Proprietor-Parveen Roadways by way of Slump Sale.
- 2. Approval of Related Party Transaction for acquisition of 30% (Thirty) stake held by Mr. Rafiq Ahmed in Phoenix Kothari Footwear Limited.

Please note that an agreement has not yet been executed between the parties. The Company will make the necessary disclosure once the agreement is finalized and entered into. In compliance with the SEBI (LODR) Regulations, 2015, the Company intends to provide the following disclosures:

1. Approval of Related Party Transaction with respect to purchase/acquisition of Sole Proprietor-Parveen Roadways by way of Slump Sale.

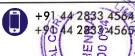
Particulars	Description
Name of the target entity, details in brief such as size, turnover etc.	Parveen Roadways is a Sole Proprietor founded in the year 1994 engaged into Logistics and Transportation business and having a turnover of for the FY 2023-2024 is Rs.12.82 crores
Whether the acquisition would 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 "arm's length"	Yes, the acquisition falls under Related Party Transactions. Mr. Rafiq J Ahmed, Chairman and Managing Director has ownership interest over the Sole Proprietor-Parveen Roadways and the transaction is being carried out at arm's length and the same has been approved by Audit Committee and the Board as well.
Industry to which the entity being acquired belongs	Logistics and Transportation industry.



KOTHARI INDUSTRIAL CORPORATION LIMITED CIN No. L74110TN1970PLC005865 Kothari Building - No. 114/117, Mahatma Gandhi Salai Nungambakkam, Chennai - 600 034.



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Parveen Roadways, a sole proprietorship founded in 1994, operates in the logistics and transportation sector, focusing on the railway industry. The entity offers services such as material handling, scrap clearance, housekeeping, and vehicle rental, including forklifts, lorry tippers, trailers, buses, tempo travellers, and ground handling equipment. It serves clients like Integral Coach Factory (ICF), Southern Railways, Port Trusts, and Aavin Milk Factory, with a fleet of over 100 vehicles and approximately 450 employees. After the acquisition, the company will be operating in the logistics and transportation sector, focusing on the railway industry, which will increase the turnover and profit of the company.  NA  Within a period of two months from the date of
shareholders' approval.  Cash Consideration- Rs.24.04 crores/-(Rupees Twenty four crores and four lakhs only).
Cost of acquisition- Rs.24.04 crores/-(Rupees Twenty four crores and four lakhs only).  100% control acquired over the sole Proprietor-
Parveen Roadways is a sole Proprietor founded
in the year 1994 engaged in the business of Logistics and Transportation in Chennai, Tamil Nadu, India. It has a turnover of Rs.12.82 crores in the FY 23-24, Rs.7.33 crores in the FY 22-23 & Rs.9.42 crores in the FY 21-22.

2. Approval of Related Party Transaction for acquisition of 30% (Thirty) stake held by Mr. Rafiq , Ahmed in Phoenix Kothari Footwear Limited.

Particulars	Description
Name of the target entity, details in brief such as size, turnover etc.	Phoenix Kothari Footwear Limited Turn over for the FY 2023-2024 IS NIL









thari Industrial Corneration Limited	
thari Industrial Corporation Limited Whether the acquisition would fall within	Yes, the acquisition falls under Related Party
related party transaction(s) and whether the	Transactions. Mr. Rafiq J Ahmed, Chairman and
promoter/ promoter group/ group companies	Managing Director has directorship and
have any interest in the entity being acquired? If	shareholding interest over Phoenix Kothari
yes, nature of interest and details thereof and	Footwear Limited and the transaction is being
whether the same is done at "arm's length"	carried out at arm's length and the same has
	been approved by Audit Committee and the
	Board as well.
Industry to which the entity being acquired	Footwear industry.
belongs	, and the same of
Objects and impact of acquisition (including but	The object of the acquisition is to acquire 30%
not limited to, disclosure of reasons for	stake in Phoenix Kothari Footwear Limited from
acquisition of target entity, if its business is	Mr. Rafiq J Ahmed, Chairman and Managing
outside the main line of business of the listed	Director having directorship and shareholding
entity)	interest over Phoenix Kothari Footwear Limited
	which is then to be used for the investment in
	Phoenix Kothari Footwear Limited and this
	investment is well within the limits of Kothari
	Industrial Corporation Limited. This acquisition is
	not outside the main line of business of the
	company.
Brief details of any governmental or regulatory	NA
approvals required for the acquisition	- COMMON 10
Indicative time period for completion of the	As may be mutually agreed between the parties.
acquisition	
Consideration - whether cash consideration or	Cash Consideration- Rs.99.06 crores/-(Rupees
share swap or any other form and details of the	Ninety nine crores and six lakhs only).
same	
Cost of acquisition and/or the price at which the	Price at which the shares are acquired-Rs.12.7/-
shares are acquired	per share.
Percentage of shareholding / control acquired	30% shareholding acquired over Phoenix Kothari
and / or number of shares acquired	Footwear Limited.
Brief background about the entity acquired in	Company is acquiring 30% stake of Mr. Rafiq J
terms of products/line of business acquired,	Ahmed in Phoenix Kothari Footwear Limited.
date of incorporation, history of last 3 years	Phoenix Kothari Footwear Limited is a public
turnover, country in which the acquired entity	company incorporated on 08.12.2022 and
has presence and any other significant	engaged in the business of manufacturing of
information (in brief)	footwear in Chennai, Tamil Nadu, India. It has a
,	turnover of Nil in the FY 23-24, Nil in the FY 22-
	23









Please take the above information on record.

Thanking you,

For and on behalf of Kothari Industrial Corporation Limited

Anil Kumar Padhiali Company Secretary and Compliance officer





