

March 31 2025

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
MUMBAI – 400 051

The Listing Department
BSE Limited
P.J. Tower, Dalal Street
MUMBAI – 400 001

Dear Sir/Ma'am,

Re: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we would like to inform you that, in continuation to our letter dated December 23 2024 and February 14 2025, the Company has entered into an tripartite agreement with the Lead Bank and Buyer/Investor ('RCM Consumer Products Private Limited') dated 31.03.2025, for the sale of Factory Unit of Company situated at 50-51 Milestone, G.T. Karnal Road, Murthal, Sonpath (Haryana)-131027 by way of Slump Sale in accordance with the sanctioned one-time settlement, approved by the Consortium Lenders.

The detailed disclosure as required under Regulation 30 of SEBI (LODR) Regulations, 2015 is attached hereto as Annexure - A.

Thanking you,

Yours faithfully,

For **Kohinoor Foods Limited**


Satnam Arora
Jt. Managing Director
DIN: 00010667



Kohinoor Foods Limited

Registered/Corporate Office: Pinnacle Business Tower, 10th Floor, Shooting Range Road, Surajkund, Faridabad, Haryana-121001.

Corporate Identity No. L52110HR1989PLC070351, Phone: +91-129-424-2222, Fax: +91-129-424-2233

E-mail: info@kohinoorfoods.in, Website: www.kohinoorfoods.in

Annexure A

Details which a listed entity needs to disclose for sale or disposal of unit(s) or division(s) of the listed entity under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 1.4 of Annexure I of the SEBI Circular dated July 13, 2023.

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	The Factory Unit proposed to be sold is having Book Value of Rs. 108.32 Crores which is 68.50% of the total Book Value of Assets and 113.90% of the turnover during the past financial year
Date on which the agreement for sale has been entered into	31.03.2025.
The expected date of completion of sale/ disposal	The sale is expected to be completed upon deposit the entire sale proceed with the Banks as per the terms of tripartite agreement and on approval / NOC / Removal of Charge by the Banks, Subject to shareholders' approval
The consideration received from such sale/ disposal	Aggregate of Capital assets and net of other assets and liabilities at Book Value. The Consideration for a value of INR 190 Crores, the proposed Sale will be paid in Cash to the Consortium Lenders.
Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof	M/s. RCM Consumer Products Private Limited (having CIN: U46909RJ2023PTC086369) having its Registered Office at RCM World, SPL 6, RIICO Growth Centre, Village - Hamirgarh, Psot - Swaroopganj, Hamirgarh, Bhilwara, Rajasthan – 311 025, India The Buyer is identified as an independent and non-related to the promoter/promoter group/ group companies for a value of INR 190 Crores.
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	N.A.
whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	The OTS as approve by the Lead Bank on 24.12.2024 include monetizing of Company Assets. The Factory unit (a Secured Assets to Lenders), through slump sale, 'Rice Factory' at Murthal, Sonipath, Haryana is covered under the approved OTS dated 21.12.2024 by the Lenders and the proceeds from the sale will be paid to the Lenders. The Company is in process to take fresh approval from the shareholders and the shareholders have approved the sale of undertaking through its meeting held through postal ballot on April 29 2022.

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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.	N.A.
Rationale for slump sale	<ol style="list-style-type: none"> 1. The company has been declared NPA by the bank since May 2018 and the lead Banks has also filed a petition u/s 7 of the IBC Act. The Company approached the Banks for One Time Settlement (OTS) and needs to place satisfy its commitment with the Banks. 2. in view of the approved OTS settlement with the Banks and to meet the timeline to satisfy the commitments with the Bankers, it is essential to take strong steps to meet the deadline to safeguard the interest of the stakeholders, in view of the same it is proposed to sell the Factory unit, through slump sale, 'Rice Factory' at Murthal, Sonipath, Haryana and deposit the entire proceed with the banks and in order to do so, permission of the Regulators, Shareholders, Hon'ble DRT Delhi is desired to obtained.
Brief Particulars for change in shareholding pattern if any	There will not be any change in the share holding pattern of the Kohinoor Foods Limited consequent to this transaction. No listing is sought for the transferee company.



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