



S Chand And Company Limited

Corporate Office: A-27, 2nd Floor, Mohan Co-Operative Industrial Estate, New Delhi - 110044, India.

Registered Office: Ravindra Mansion, Ram Nagar, New Delhi - 110055, India.

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Date: April 06, 2018

To Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 400051
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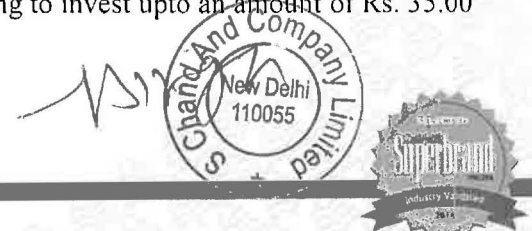
Dear Sir,

Re: Outcome of Board Meeting in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

The Board of Directors at their meeting held on Friday, April 06, 2018 which commenced at 4:00 P.M. and concluded at 5:00 P.M., inter alia, considered and approved the investment in Smartivity Labs Pvt. Ltd. (“Smartivity”) upto an amount of Rs. 35.00 lakhs (Rupees Thirty Five Lakhs Only).

Pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular dated September 09, 2015 the details to be disclosed are mentioned below:

- a) **name of the target entity, details in brief such as size, turnover etc.:** Smartivity Labs Pvt. Ltd. (“Smartivity”) ; Size and Turnover as on 31.03.2017 is Rs. 3.93 crores;
- 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 “arm’s length:** This is not a related party transaction and none of the promoter / promoter group/ group companies have any interest in Smartivity;
- c) **industry to which the entity being acquired belongs:** Education industry (early age, STEM learning);
- 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):** Smartivity is looking to raise funds for expansion of its business operations and product portfolio. Various investor groups have evinced interest to invest in Smartivity. Presently, the Company holds 23.29% of shareholding in Smartivity on fully diluted basis. The Company is also proposing to invest upto an amount of Rs. 35.00 lakhs (Rupees Thirty Five Lakhs Only) in this fund raise;



e) brief details of any governmental or regulatory approvals required for the acquisition: N.A.

f) indicative time period for completion of the acquisition: by May 31, 2018;

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: 176 compulsorily convertible cumulative preference shares at Rs. 19,853 per share;

i) percentage of shareholding / control acquired and / or number of shares acquired: 176 compulsorily convertible cumulative preference shares;



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): Smartivity is engaged in the business of conceptualizing, designing and developing activity based (STEM learning) concepts for the education and toy industry to make learning smarter for children. Smartivity was incorporated on February 26, 2015 in India. The turnover of Smartivity for last three years is as follows:

(Amount in crores)

Particulars	FY 2016-17	FY 2015-16	FY 2014-15
Turnover	3.93	1.14	0.007

Request you to kindly take note of the above.

For S Chand And Company Limited



Jagdeep Singh
Company Secretary & Compliance Officer
Membership No. A15028
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Mohan Co-operative Industrial Estate,
New Delhi-110044