



June 10, 2019

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Scrip Code : 535755

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C-1, Block G, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
Symbol : ABFRL

**Sub.: Disclosure in terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.**

Dear Sir/ Madam,

We wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. on Friday, June 10, 2019, have approved entering into a Share Purchase Agreement with the existing Shareholders of "Jaypore E-Commerce Private Limited", a B2B entity which sells ethnic fashion merchandise under its own brand "Jaypore" and of other third-party brands.

The Board also approved entering into a Share Purchase Agreement with the existing Shareholders of "TG Apparel & Décor Private Limited", a B2C entity which retails ethnic fashion, both online and offline.

The above is subject to receipt of necessary statutory approvals, if any and customary closing conditions, which are expected to get completed in 30-45 days.

A press release with detailed information is enclosed herewith.

The details, as required under Regulation 30 read with Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI Circular dated September 9, 2015, are provided hereunder:

**a) In respect of Agreement with Jaypore E-Commerce Private Limited**

Sr. No.	Particulars	Details
1.	Name of the target entity	Jaypore E-commerce Private Limited
	Details in brief such as size, turnover etc.	<u>Revenue for FY19 (Unaudited):</u> INR 38.9 Crore
2.	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?	No





Sr. No.	Particulars	Details
3.	Industry to which the entity being acquired belongs	Apparels and Accessories
4.	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)	To strengthen presence in ethnic apparel and accessories
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required
6.	Indicative time period for completion of the acquisition	30 - 45 days
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration
8.	Cost of acquisition or the price at which the shares are acquired	Enterprise value of upto INR 110 Cr., subject to closing adjustments
9.	Percentage of shareholding/ control acquired and/ or number of shares acquired	100%
10.	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)	<ul style="list-style-type: none"> <li>▪ Incorporated in the year 2012;</li> <li>▪ Owner of brand "Jaypore";</li> <li>▪ Engaged in sale of apparel, accessories, jewellery and home décor items in India and abroad;</li> <li>▪ Revenue for last 3 years :               <ul style="list-style-type: none"> <li>a) FY17 - INR 40.6 Cr</li> <li>b) FY18 - INR 41.9 Cr</li> <li>c) FY19 - INR 38.9 Cr (unaudited)</li> </ul> </li> </ul>

**b) In respect of Agreement with TG Apparel & Décor Private Limited**

Sr. No.	Particulars	Details
1.	Name of the target entity	TG Apparel & Décor Private Limited (TG)
	Details in brief such as size, turnover etc.	Revenue for FY19 (Unaudited): INR 33.7 Crore
2.	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?	No
3.	Industry to which the entity being acquired belongs	Apparels and Accessories





Sr. No.	Particulars	Details
4.	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)	To strengthen presence in ethnic apparel and accessories
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required
6.	Indicative time period for completion of the acquisition	30 - 45 days
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration
8.	Cost of acquisition or the price at which the shares are acquired	Equity value of upto INR 25 Lakhs, subject to the book value on closing.
9.	Percentage of shareholding/ control acquired and/ or number of shares acquired	100%
10.	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)	<ul style="list-style-type: none"> <li>▪ Incorporated in the year 2015;</li> <li>▪ B2C entity, which retails ethnic fashion, both online and offline, in India and abroad;</li> <li>▪ Revenue for last 3 years :               <ul style="list-style-type: none"> <li>a) FY17 - INR 33.8 Cr</li> <li>b) FY18 - INR 35.8 Cr</li> <li>c) FY19 - INR 33.7 Cr (unaudited)</li> </ul> </li> </ul>

The above is for your information. Trust you will find the above in order.

Yours faithfully,  
For Aditya Birla Fashion and Retail Limited

  
Geetika Anand

Asst. Vice President & Company Secretary



Encl.: As above

CC:  
**Central Depository Services (India) Limited**  
Marathon Futurex, A-Wing,  
25<sup>th</sup> floor, NM Joshi Marg,  
Lower Parel, Mumbai - 400013

**National Securities Depository Limited**  
Trade world, 4<sup>th</sup> & 5<sup>th</sup> Floors,  
Kamala Mills Compound, Senapati Bapat Marg,  
Lower Parel, Mumbai - 400 013



Mumbai, June 10, 2019

## **PRESS RELEASE**

### **Aditya Birla Fashion and Retail announces its foray into the branded Ethnic market through 100% acquisition of Jaypore**

India's leading fashion company, **Aditya Birla Fashion and Retail Limited** begins a new chapter in its growth story with 100% acquisition of 'Jaypore'; an Indian online and offline retailer, that offers curated collections of handmade, handwoven and handcrafted apparel, jewellery, home textiles and accents, based on craft forms, from all over India.

The Board of Directors of Aditya Birla Fashion and Retail Limited [*'ABFRL'*] today approved the signing of Share Purchase agreement to acquire Jaypore. The business comprises online and offline operations. The proposed acquisition is subject to necessary statutory approvals and signing of definitive agreement(s).

Commenting on the deal, **Mr. Ashish Dikshit, Managing Director, ABFRL** said: *"Ethnic wear is the largest segment in the Indian fashion apparel market. While ABFRL has built a diversified portfolio of brands across different segments, ethnic wear space is currently under-represented in our bouquet of offerings to consumers. The proposed acquisition is, therefore, a great strategic addition to our portfolio and gives us a strong footing in a segment that is growing in double digits. Jaypore is a brand with strong equity and with a differentiated offering of products based on Indian crafts. It provides a great platform for us to build a strong presence in the Ethnic segment and in accessories and home segment. This acquisition will further strengthen leadership position of ABFRL in the branded fashion space."*

### **About ABFRL**

ABFRL is a part of USD 44.3 billion Aditya Birla Group. With revenue of Rs. 8,118 cr. spanning retail space of 7.5 million sq. ft. (as on March 31, 2019), it is India's first billion-dollar pure-play fashion powerhouse with an elegant bouquet of leading fashion brands and retail formats.

As a fashion conglomerate, ABFRL has a strong network of 2,714 brand stores across 750 cities in the country. It is present across 18000+ multi-brand outlets and 5000+ point of sales in department stores across India. It has a repertoire of leading brands such as Louis Philippe, Van Heusen, Allen Solly and Peter England established for over 25 years.

Pantaloons is one of India's largest value fashion store brand. The International Brands portfolio boasts of - The Collective, India's largest multi-brand retailer of international brands and select mono-brands such as Ted Baker, Ralph Lauren, American Eagle and Simon Carter.



## **About Jaypore**

Jaypore is an Indian online and offline retailer that features curated collections of handmade, handwoven and handcrafted apparel, jewellery, home textiles and accents, traditional and contemporary art and more from all over India.

With a customer base spread across over 60 countries around the world, Jaypore today has an online presence that caters to customers in India and abroad. Jaypore curates collections of products that are contemporary translations of traditional techniques and crafts. Jaypore also offers contemporary apparel through its private label 'Jaypore'.

Jaypore has today come to be recognized as a pioneering Indian design retailer, partnering with artisanal communities, textile designers and independent artists to create a unique interpretation of age-old crafts to build a contemporary design language that comes from India and yet belongs everywhere on the globe.

Aditya Birla Fashion and Retail Limited

Corporate Identity Number L18101MH2007PLC233901

Regd. & Corporate Office: 701-704, 7<sup>th</sup> Floor, Skyline Icon Business Park, 86-92,

Off A.K. Road, Marol Village, Andheri (East), Mumbai – 400059

Website : [www.abfrl.com](http://www.abfrl.com)

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