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# SMC GLOBAL SECURITIES LIMITED

Member: NSE • BSE • MSE • NCDEX • MCX

Clearing & Trading Member : Cash, F&O, Currency, Debt & Commodity

SEBI Regn. No. : INZ 000199438 • Research Analyst No. : INH100001849

Regd. Office : 11/6B, Shanti Chamber, Pusa Road, New Delhi-110005

Ph : +91-11-30111000, 40753333 Fax : +91-11-25754365 • CIN No. : L74899DL1994PLC063809

E-mail : smc@smcindiaonline.com Website : www.smcindiaonline.com

Date: 24<sup>th</sup> February, 2023

To,

<p><b>Listing Operations</b>  <b>BSE Limited,</b>  <b>P J Towers, Dalal Street,</b>  <b>Mumbai-400001, India</b></p> <p><b>Scrip Code: 543263</b></p>	<p><b>Listing Department</b>  <b>National Stock Exchange of India</b>  <b>Limited,</b>  <b>Exchange Plaza, C-1, Block G,</b>  <b>Bandra Kurla Complex,</b>  <b>Bandra</b>  <b>(E) Mumbai – 400051</b></p> <p><b>Symbol: SMCGLOBAL</b></p>
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**Subject: Disclosure pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,

In furtherance to the our earlier disclosure dated 24<sup>th</sup> February, 2023, we would like to inform that our Company i.e. SMC Global Securities Limited ("the Company") which is a Designated Market Maker post the Initial Public Offer ("IPO") of Agarwal Float Glass India Limited ("target company") has further acquired 1,95,000 equity shares of TC through open market aggregating the total share capital held by the Company to 10.85% of the total equity share capital or voting rights in the said target company.

In this regard, there is a change of more than 2% from the last disclosure made by the Company w.r.t. acquisition of 8.16% of the equity share capital of Agarwal Float Glass India Limited. Accordingly, please find attached, the disclosure required under Regulation 30 read with para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 9<sup>th</sup> September, 2015 w.r.t. Continuous Disclosure Requirements for Listed Entities under Regulation 30 of SEBI (LODR) Regulations, 2015.

This is for your information and record.

**For and on behalf of SMC Global Securities Limited**

**Suman Kumar**

**E.V.P. (Corporate Affairs) & Company Secretary**

**Membership No. F5824**

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## Annexure I

### Disclosure pursuant to the provisions of Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

~~Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.~~

a.	<p><b>Name of the target entity, details in brief such as size, turnover etc</b></p>	<p><b>Agarwal Float Glass India Limited</b></p> <p>CIN: U74995RJ2018PLC061097</p> <p>The target company ("Agarwal Float Glass India Limited") has been listed on the Emerge Platform of Nation Stock Exchange of India Limited (NSE) on 23<sup>rd</sup> February, 2023 and the target company came up with an initial public offer (Public issue of up to 21,90,000 equity shares of face value ₹ 10 each ("equity shares") for cash at a price of ₹ 42 per equity share (including a securities premium of ₹ 32 per equity share)(the "issue price"), aggregating to ₹ 919.80 lacs ("issue"). The Company is incorporated on 3rd May, 2018 and forms part of the Agarwal Group which has a legacy of more than two decades. Company is engaged in the business of trading of glass and specialised glass products by procuring quality products from manufacturers and selling it either through our sales managers or directly to our customers, as a wholesaler of glass and glass products.</p> <p>The revenues from operations of the Company for the period ended HY 2023, Fiscals 2022, 2021 and 2020 was ₹ 2356.30 lakhs, ₹ 4210.22 lakhs, ₹ 3162.74 and ₹ 3208.85 lakhs respectively. The EBITDA for the period ended HY2023, Fiscals 2022, 2021 and 2020 was ₹ 427.14 lakhs, ₹ 238.95 lakhs, ₹ 152.10 and ₹</p>
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		<p>169.39 lakhs, respectively. The profit after tax for the period ended HY23, Fiscals 2022, 2021 and 2020 was ₹ 267.75 lakhs, ₹ 101.68 lakhs, ₹ 24.73 and ₹ 8.83 lakhs, respectively as mentioned in the prospectus filed by the TC.</p> <p>Date of Incorporation: 03/05/2018</p> <p>Turnover during the last three financial years:</p> <p><b>2019-20:</b> Rs. 3,208.85 Lakhs  <b>2020-21:</b> Rs. 3,162.74 Lakhs  <b>2021-22:</b> Rs. 4,210.22 Lakhs</p>
b.	<p><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?</b></p> <p><b>If yes, nature of interest and details thereof and whether the same is done at "arm's length".</b></p>	<p>No, the acquisition will not fall within related party transaction.</p>
c.	<p><b>Industry to which the entity being acquired belongs</b></p>	<p>The Target Company belongs to Glass Industry and is engaged in the business of trading of glass and specialised glass products by procuring quality products from manufacturers and selling it either through our sales managers or directly to our customers, as a wholesaler of glass and glass products and operated from its Registered Office and godowns. The products cater to a range of end use industries including construction, automotive, and industrial sectors, with a variety of applications such as exterior and interior spaces of residential and commercial buildings. The product portfolio largely consists clear glass, different kinds of value-added glass products and processed glass products, of</p>

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		<p>varying thickness. The Company also trade a range of value added glass products including clear frosted glass, clear sheet glass, mirror, tinted glass, reflective glass which have a wide range of applications. The Company also offers processed glass, which includes, toughened glass, frosted glass, frosted design glass, leaguered glass, figure glass, heat-strengthened glass, insulated glass, PVB laminated glass, and bullet-resistant glass and all building glasses among others.</p>
<p>d.</p>	<p><b>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</b></p>	<p>SMC Global Securities Limited is a Designated market maker post the Initial Public Issue of the TC, as also mentioned in the Prospectus filed by the Target Company dated 03rd February, 2023. The Company i.e. SMC Global Securities Limited has agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for a period as may be notified by amendment to SEBI ICDR Regulations.</p> <p>Accordingly, the SMC Global Securities Limited had acquired 5,91,000 (8.16%) equity shares of the TC on 23<sup>rd</sup> February, 2023 and the disclosure of the same has already been made by the Company.</p> <p>In addition to above the Company has further acquired 1,95,000 equity shares through open market on 24<sup>th</sup> February, 2023 aggregating to 2.69% of the total equity share capital or voting rights in the said target company. After the said acquisition, the total share capital held by the Company is 7,86,000 equity shares amounting to 10.85% of the total equity share capital or voting rights in the said target company.</p>

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e.	<b>Brief details of any governmental or regulatory approvals required for the acquisition</b>	No approvals were required to be obtained by the Company prior to acquisition, only the disclosures are required to be made pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for acquisition of 1,95,000 equity shares i.e., 2.69% in the said target company.
f.	<b>Indicative time period for completion of the acquisition</b>	24 <sup>th</sup> February, 2023.
g.	<b>Nature of consideration -whether cash consideration or share swap and details of the same</b>	The Company acquired 1,95,000 equity shares of TC through open market on 24 <sup>th</sup> February, 2023.
h.	<b>Cost of acquisition or the price at which the shares are acquired</b>	The cost of acquisition of 1,95,000 equity shares of TC through open market on 24 <sup>th</sup> February, 2023 at a price of Rs. 42.48 per equity share.
i.	<b>Percentage of shareholding / control acquired and / or number of shares acquired</b>	SMC Global Securities Limited has further acquired 1,95,000 equity shares of TC through open market amounting to 2.69 % of total equity share capital of Agarwal Float Glass India Limited.  Considering the existing holding of Company in the TC, the Company holds 7,86,000 equity shares amounting to 10.85% of total equity share capital of Agarwal Float Glass India Limited.
j.	<b>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)</b>	<b>Name:</b> Agarwal Float Glass India Limited <b>CIN:</b> U74995RJ2018PLC061097 <b>Date of Incorporation:</b> 03/05/2018 <b>Line of Business:</b> Business of trading of glass and specialised glass products.

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	<p><b>Origin of the Entity:</b> Company was incorporated on May 3, 2018 as 'Agarwal Float Glass India Private Limited', a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated May 3, 2018 issued by the Deputy Registrar of Companies, Central Registration Centre, National Capital Territory of Delhi on behalf of the Registrar of Companies, Jaipur. Subsequently, our Company was converted into a public limited company pursuant to a resolution passed by our Shareholders at an extraordinary general meeting held on May 11, 2022 and consequently the name of our Company was changed to 'Agarwal Float Glass India Limited' and a fresh certificate of incorporation dated June 3, 2022 was issued by the Registrar of Companies, Jaipur</p> <p><b>Turnover during the last three financial years:</b></p> <p><b>2019-20:</b> Rs. 3,208.85 Lakhs <b>2020-21:</b> Rs. 3,162.74 Lakhs <b>2021-22:</b> Rs. 4,210.22 Lakhs</p>
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For and on behalf of **SMC Global Securities Limited**

**Suman Kumar**

**E.V.P. (Corporate Affairs) & Company Secretary**

**Membership No. F582**

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