



STEEL STRIPS GROUP

Ref. No. SABIL/2019/ 159
July 02, 2019

SAB INDUSTRIES LIMITED

Regd. & Corporate Office :

SCO 49-50, Sector-26,

Madhya Marg, Chandigarh-160 019 (INDIA)

Tel. : +91-172-2792385 / 2793112

Fax : +91-172-2794834 / 2790887

Website : www.sabindustries.in

CIN : L00000CH1983PLC031318

BSE Limited
P J Towers, Dalal Street
Mumbai-400001

Scrip Code: 539112

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

Dear Sir / Madam,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CFD/DIL3/CIR/2017 /21 dated March 10, 2017, we wish to inform you that Board of Directors of the Company at its meeting held on July 02, 2019 at 5.00 p.m., considered and approved the Scheme of Amalgamation (Scheme) pursuant to Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, providing for the amalgamation of Steel Strips Limited (Transferor Company) with SAB Industries Limited (Transferee Company). The Appointed Date for Amalgamation under the Scheme is 1st April, 2019.

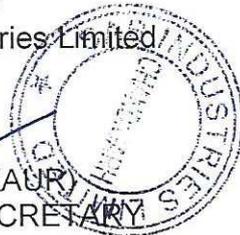
The Scheme shall be subject to the approval of the shareholders, creditors, Securities and Exchange Board of India, Reserve Bank of India, the Stock Exchanges where equity shares of the Company are listed, the income tax authorities, the Registrar, Official Liquidator, the National Company Law Tribunal, and/ or such other competent Statutory/ Regulatory Authorities as may be required under applicable law. The relevant information in relation to the above has been enclosed herewith as Annexure 1.

Kindly take note of the same for your records. The Meeting concluded at 5:30 p.m.

Thanking You
Yours Faithfully
For SAB Industries Limited



(GURPREET KAUR)
COMPANY SECRETARY



Encl.: as above

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017

1. Name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as, size, turnover etc.

SAB Industries Limited bearing CIN No. L0000CH1983PLC031318 is a Public Company listed on "BSE Limited" having its Registered Office situated at SCO 49-50, Sector-26, Madhya Marg, Chandigarh-160019 (hereinafter referred to as the Transferee Company).

Steel Strips Limited bearing CIN No. L45202PB1975PLC003610 is a Public Limited Company listed on "BSE Limited" its Registered Office situated at Village Harkishanpura, Bhawanigarh Tehsil, Distt. Sangrur, Punjab -148026 (hereinafter referred to as the Transferor Company).

Set out below are the brief details of the net worth and Turnover of the Companies:-
(In INR)

Particulars .	Net worth as at 31 st March 2019	Turnover as at 31 st March 2019
SAB	1,55,57,55,453	29,04,27,882
SSL	14,98,694	2,80,12,708

2. Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length":

SAB Industries Ltd. and Steel Strips Limited both are group companies managed by same Promoter Group headed by Shri R.K. Garg and Associates. Hence they are related to each other.

However, the Ministry of Corporate Affairs has clarified vide its General Circular No.30/2014 dated July 17, 2014 that transactions arising out of Compromise, Arrangements and Amalgamations dealt with under specific provisions of the Companies Act, 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013. The proposed transaction is being done at arm's length basis.

3. Area of business of the entity(ies):

SAB: It is engaged in the Construction, Infrastructure, Real Estate and trading activities.

SSL: It was engaged in the Business of manufacturing of Steel Products (Steel Billets, Ingots and Special Steels in rounds and flats). However, the steel business of the Company could not survive due to severe recession in Steel Industry and its previous activities becoming un-competitive. At present Company is not having any manufacturing activity nor carrying any operations.



4. RATIONALE OF THE SCHEME

- a) The merger of Transferor Company with the Transferee Company would result in the emergence of the Transferee company as a consolidated strong entity, which will contribute to the overall growth prospects of the combined entity leading to the increase in shareholder's value for both the Companies. The enhanced financial and operational strengths of the combined entity would enable in substantial reduction of costs and the development of a growth driven business portfolio through the effective and efficient deployment of funds.
 - b) The Amalgamation would be in the best interest of the public shareholders of the Transferor Company, as they would continue to play their part in the Indian economy growth by acquiring ownership rights in Transferee Company.
5. In case of cash consideration - amount or otherwise share exchange ratio:

There is no cash consideration involved.

"Every Shareholders/Members of Transferor Company holding 350 (Three Hundred Fifty) Equity Shares of Rs. 10/- (Ten) each fully paid up in the Transferor Company will get 1 (One) Equity shares of Rs.10/- (Ten) each fully paid up in Transferee Company."

6. Brief details of change in shareholding pattern (if any) of listed entity:

Consequent to scheme/ swap ratio, there will be change in the shareholding pattern. However, such change will not affect the minimum public shareholding requirements specified in Regulation 19(2) and Rule 19A of the Securities contracts (Regulation) Rules, 1957 in the manner as specified by the Board from time to time.

