

February 27, 2024

To,
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Sub.: Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) by BN Holdings Limited in respect of Incorporation of wholly owned subsidiary companies

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI Listing Regulations, we wish to inform you that, BN Holdings Limited has incorporated a wholly owned subsidiary (WOS) in London, England on February 17, 2024. This subsidiary is a private company limited by shares and named as “BN Holdings Europe Limited” under company number “15496712”.

The details/disclosures in respect of the said WOS London, as required under Regulation 30 of the SEBI Listing Regulations, read with Schedule III thereto and SEBI Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are provided in the enclosed **Annexure-I**.

We request you to take the above on record and treat the same as compliance under the applicable provisions of the SEBI Listing Regulations.

Thanking You

Yours' Faithfully

For BN HOLDINGS LIMITED

REETIKA MAHENDRA
COMPANY SECRETARY AND COMPLIANCE OFFICER
[M.NO. A48493]

BN HOLDINGS LIMITED
(FORMERLY ARIHANT TOURNESOL LIMITED)

REGD. OFFICE: 217, Adani Inspire-BKC, G Block, BKC Main Road, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

CIN: L15315MH1991PLC326590

T: +91 22 69123200 | **E:** contact@bn-holdings.com | **W:** www.bn-holdings.com

Annexure-I

Required disclosures/details in respect of Incorporation of wholly-owned subsidiary companies by BN Holdings Limited, pursuant to Regulation 30 of SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Details of events that need to be provided	Information of such event(s)
(a)	Name of the target entity, details in brief such as size, turnover etc.	<p>BN Holdings Europe Limited, a Wholly Owned Subsidiary of the Company</p> <p>Authorised Share Capital/Issued Share Capital: 100 GBP divided into 100 shares of 1 GBP each (<i>Please note that there is no concept of authorized share capital as per the laws of London</i>).</p> <p>Size/Turnover: NIL (being a newly incorporated company)</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 entities being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>The acquisition will not fall within the related party transaction.</p> <p>The wholly owned subsidiary company has now become a related party of the company. Any transaction with the wholly owned subsidiary would fall within the related party transaction.</p> <p>Save and except what is mentioned above, the Promoter/ promoter group/ group companies are not interested in the transaction.</p>
(c)	Industry to which the entities being acquired belongs	Incorporated with an object of Manufacture of other food products n.e.c, Other manufacturing n.e.c., Manufacture of oils and fats, Wholesale of dairy products, eggs and edible oils and fats
(d)	Objects and impact 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)	WOS London has been incorporated for overseas expansion of the business.

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(e)	Brief details of any governmental or regulatory approvals required for the acquisition	None
(f)	Indicative time period for completion of the acquisition	WOS London is incorporated on February 17, 2024
(g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration
(h)	Cost of acquisition and/or the price at which the shares are acquired	The Company has subscribed to 100 shares of GBP 1 each aggregating to GBP 100.
(i)	Percentage of shareholding/control acquired and / or number of shares acquired	100%
(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)	WOS London is incorporated as a wholly owned subsidiary of the Company on February 17, 2024, in London for the purpose of overseas expansion of the business of the Company as mentioned above.
(k)	Reason of delay	The UIN for making the Overseas Investment towards the foreign entity is not yet generated, hence the Company is yet to complete its ODI obligations.

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