

02nd October 2024

BSE Limited,
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code: 513375

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Stock Code: CARBORUNIV-EQ

Dear Sirs,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Incorporation of an overseas wholly owned subsidiary

Kindly refer to our earlier communication dated September 16, 2024, intimating that the Company has executed a Purchase Agreement to acquire the membership interest of Silicon Carbide Products Inc., USA through a Type-F reorganisation as provided under the US Internal Revenue Code (IRC) section 368(a)(1)(F). We also informed that the Company would be incorporating a wholly owned subsidiary in USA which will be the SPV for the transaction.

In furtherance to the above, we wish to inform you that today, the Company has incorporated CUMI USA INC., a wholly owned subsidiary in the State of Delaware.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed as Annexure.

Kindly take the above information on record.

Thanking you

Yours faithfully,
For Carborundum Universal Limited

Rekha Surendhiran
Company Secretary

Encl: As above

Annexure

	Particulars	Information
a.	Name of the target entity details in brief such as size, turnover etc.	<p>CUMI USA Inc. incorporated as a wholly owned subsidiary on 02nd October 2024.</p> <p>Paid up Capital – US \$ 7 Million Authorised capital – US \$ 10 Million</p> <p>Size / Turnover – Not applicable (as this is a newly incorporated company and yet to commence operations)</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? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	No. However, since the entity is a WoS, it will become a Related Party to the Company from the date of incorporation.
c.	Industry to which the entity being acquired belongs;	The entity is a Special Purpose Vehicle which will function as a holding company in the USA. The entity is incorporated in connection with the acquisition of the membership interest in M/s. Silicon Carbide Products Inc., USA.
d.	Objects and effects of acquisition	Carborundum Universal Limited has entered into a Purchase Agreement with M/s. Silicon Carbide Products Inc. and its existing Equity holders. The new entity incorporated by the Company shall be the SPV for the acquisition. The membership interests in the ultimate target entity will be formed as per the terms and conditions of the Purchase Agreement and shall be owned by CUMI USA INC. The incorporation of the new wholly owned subsidiary by the Company is a part of the closing condition to complete the transaction.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	None
f.	Indicative time period for completion of the acquisition;	Not applicable

g.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration
h.	Cost of acquisition or the price at which the shares are acquired;	Initial subscription to the share capital to the extent of USD 7,000,000 divided into 70,000 shares of USD 100 each
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);	<p>Line of business: Same as mentioned in point (d).</p> <p>Date of incorporation: 02nd October 2024</p> <p>History of last 3 years turnover: Not applicable as it is a newly incorporated entity which is yet to commence business activity.</p> <p>Country of incorporation: State of Delaware of United States of America</p>