

# INDIA MOTOR PARTS & ACCESSORIES LIMITED

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Post Box No. : 408  
Chennai - 600 014.  
CIN : L65991TN1954PLC000958

**SECY/NSE/39/2022-23/31.01.2023**

The Manager, Listing Department  
National Stock Exchange of India Limited  
"Exchange Plaza", Plot C/1, "G", Block  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Symbol – IMPAL, Series – EQ**

Dear Sir/Madam,

**Sub: Intimation of approval of Scheme of Amalgamation of CAPL Motor Parts Private Limited with India Motor Parts & Accessories Limited and their respective shareholders under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of India Motor Parts & Accessories Limited ("IMPAL") at their meeting held on 30<sup>th</sup> January, 2023 have approved the Scheme of Amalgamation ("Scheme") of CAPL Motor Parts Private Limited ("CAPL"), a wholly owned subsidiary of IMPAL, with IMPAL and their respective shareholders, pursuant to Sections 230 to 232 of the Companies Act, 2013.

The Scheme is subject to necessary statutory and regulatory approvals as may be directed by the National Company Law Tribunal (NCLT).

The disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as Annexure-I to this intimation.

You are requested to kindly take the same on your records.

Thanking you,

Yours truly,

**For India Motor Parts & Accessories Limited**

**Aditya Sharma**

**Aditya Sharma**  
**Company Secretary & Compliance Officer.**

Encl. As above

**Copy to:**

The Manager, Listing Department,  
BSE Limited,  
Floor 25, P J Towers,  
Dalal Street, Mumbai 400 001

Web : [www.impal.net](http://www.impal.net)

Branches at : AGARTALA - AGRA - AHMEDABAD - ASANSOL - AURANGABAD - BANGALURU - BHILWARA - BHUBANESWAR - CALICUT - CHANDIGARH - CHENNAI - COIMBATORE - CUTTACK - DANKUNI - DELHI - DHANBAD - ERNAKULAM - ERODE - GANDHIDHAM - GORAKHPUR - GUWAHATI - HALDWANI - HISAR - HUBBALLI - HYDERABAD - INDORE - JAIPUR - JALANDHAR - JAMMU - JAMSHEDPUR - JODHPUR - KADAPA - KANNUR - KANPUR - KARIM NAGAR - KHOLAPUR - KOLKATA - KOTA - KOTTAYAM - KUMBAKONAM - KURNOOL - LUCKNOW - LUDHIANA - MADURAI - MALDA - MANGALURU - MUMBAI - MUZAFFARPUR - MYSORE - NAGPUR - NANDED - PATNA - PUNE - PURNIA - RAIPUR - RAJKOT - RANCHI - REDHILLS - SALEM - SAMBALPUR - SHIVAMOGGA - SILCHAR - SILIGURI - SURAT - THIRUVANANTHAPURAM - THRISSUR - TINSUKIA - TIRUNVELVELI - TRICHY - UDAIPUR - VADODARA - VARANASI - VELLORE - VIJAYAPURA - VIJAYAWADA - VILLUPURAM - VISAKHAPATNAM

**Annexure-I**

**Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015**

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

Name of the entity(ies)	Details	Net worth As at 31.03.2022	Turnover As on 31.03.2022
		(Rs. In crores)	
India Motor Parts & Accessories Limited (IMPAL or Transferee Company)	“India Motor Parts & Accessories Limited” or “Transferee Company” (CIN:L65991TN1954PLC000958) is a public limited company incorporated under the Companies Act, 1913, and having its registered office at No.46 Whites Road Chennai, Tamil Nadu, India. The equity shares of the Transferee Company are listed on the National Stock Exchange of India Limited.	1222.52	626.27
CAPL Motor Parts Private Limited (CAPL or Transferor Company)	“CAPL Motor Parts Private Limited” or “Transferor Company” (CIN:U51909TN2017PTC116708) is a private limited company incorporated under the Companies Act, 2013, and having its registered office at No.46 Whites Road Chennai, Tamil Nadu, India.	8.35	18.50

**b. whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;**

CAPL is a wholly-owned subsidiary of IMPAL. The proposed merger does not fall within the purview of related party transactions in view of General Circular No. 30/2014 dated 17<sup>th</sup> July, 2014 issued by the Ministry of Corporate Affairs. Further, pursuant to Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the related party transaction provisions are not applicable to the Proposed Scheme of Amalgamation.

**c. area of business of the entity(ies):**

CAPL is engaged in the business of sale and distribution of automobile parts.

IMPAL is engaged in the business of sale and distribution of automobile parts and accessories.

**d. rationale for amalgamation/ merger:**

Amalgamation of CAPL with IMPAL shall bring about operational efficiencies and reduction of administrative and managerial overheads as well as reduction in the multiplicity of legal compliances and economically resulting in better turnover and profits, business synergies and more productive utilization of resources.

**e. in case of cash consideration – amount or otherwise share exchange ratio;**

There is no cash consideration or share exchange involved. Post sanctioning the scheme, all the shares of CAPL held by IMPAL and its nominee(s), shall be stand cancelled and no new shares will be issued.

**f. brief details of change in shareholding pattern (if any) of listed entity.**

There will not be any change in the shareholding pattern of IMPAL.