

**GOODRICKE GROUP LIMITED**

Registered Office :
"Camellia House" 14, Gurusaday Road, Kolkata - 700 019
Telephone : 2287-3067, 2287-8737, 2287-1816
Fax No. (033) 2287-2577, 2287-7089
E-mail : goodricke@goodricke.com
visit us at : www.goodricke.com
CIN-L01132WB1977PLC031054

Date: 16.04.2025

To
Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
BSE SCRIP Code – 500166

Dear Sir/Madam,

Sub: Execution of Non-Binding Memorandum of Understanding (MoU) for Sale of Leesh River Tea Estate – Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015

This is to inform you that the Company has, on 16th April, 2025, executed a Non-binding Memorandum of Understanding (MoU) with SOMBARIA AGRI PRODUCTS PRIVATE LIMITED (CIN: U28255WB2024PTC269003), a company incorporated under the provisions of the Companies Act, 2013, having its registered office at 3rd Floor, Flat 3A, 19 Lake Avenue, Kolkata – 700026.

The purpose of the said MoU is to permit the commencement of due diligence in relation to the proposed sale of Leesh River Tea Estate, on an "as is, where is" basis. It is clarified that the MoU is non-binding in nature and the execution of a definitive agreement for the said transaction shall be subject to the completion of satisfactory due diligence and receipt of necessary approvals.

The Board of Directors of the Company has approved the execution of the aforesaid MoU by way of a resolution passed by circulation on 14th April, 2025.

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, the requisite details in the prescribed format are enclosed herewith as **Annexure I**.

You are requested to kindly take above information on record.

Thanking You,
Yours faithfully,
FOR GOODRICKE GROUP LIMITED

A. CHAKRABORTY
COMPANY SECRETARY
Encl.: As above



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Annexure -1

Sl. No.	Particulars	Description
a.	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	Amount & percentage (%) of Turnover/revenue/income contributed by Leesh River tea estate during the previous financial year 2023-24: Rs. 28.23 Crores, contributing 3.43% of total turnover of the Company during the last financial year, fetching an average annual own crop of 9.10 lakh Kgs of tea. Net Worth contribution: Not Applicable
b.	date on which the agreement for sale has been entered into;	Non-Binding MoU entered on 16 th April, 2025
c.	the expected date of completion of sale/disposal;	31 st May, 2025
d.	consideration received from such sale/disposal;	Rs. 26,50,00,000/- (Rupees Twenty-Six Crore and Fifty lakhs Only) exclusive of applicable taxes subject to adjustments for value of current assets and current liabilities as on date of execution of definitive agreement for sale upon completion of due diligence.
e.	brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof;	SOMBARIA AGRI PRODUCTS PVT LTD (CIN: U28255WB2024PTC269003), a Company incorporated under the Companies Act, 2013, having its registered office at 3rd Floor, Flat 3A, 19 Lake Avenue, Kolkata - 700026 represented by its Director, Mr. Joydeep Majumdar. The Buyer doesn't belong to promoter /promoter group or group companies.
f.	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The proposed transaction does not constitute a Related Party Transaction and, if consummated, shall be undertaken strictly on an arm's length basis
g.	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations;	Yes, this disposal of tea estate is outside Scheme of Arrangement. However, compliance conditions under Regulation 37A of SEBI (LODR) Regulations, 2015 doesn't trigger and hence is not applicable.
h.	additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable