

Telephone : +91-44-6644 9000  
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E-mail : mail@sancotrans.com  
Web : www.sancotrans.com



## Sanco Trans Limited

CIN : L60220TN1979PLC007970  
R.O : S.T. TOWER, NN : 24 / 25,  
Second Line Beach Road,  
Chennai 600 001, INDIA.

February 24, 2018

The Department of Corporate Relations  
BSE Limited  
P J Towers  
Dalal Street  
Mumbai – 400 001

SCRIP CODE: 523116  
Through BSE Listing Centre

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on February 24, 2018 – Disclosure of material information or event pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015.**

We wish to inform you that the Board of Directors of the Company at their meeting held today approved the Scheme of Amalgamation of M/s. Sanco Transport Limited (Transferor Company), which is a wholly owned subsidiary of M/s. Sanco Trans Limited, with M/s. Sanco Trans Limited (Transferee Company) under Sections 230 and other applicable provisions of the Companies Act, 2013 as applicable with the appointed date of March 01, 2018. The Scheme is subject to the approval of shareholders and all other regulatory approvals.

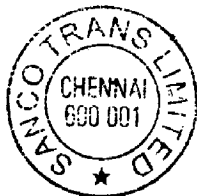
The disclosure in respect of the aforesaid Scheme of Amalgamation as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed as Annexure – A.

This is for your kind information and records.

Thanking you,

Sincerely,  
For SANCO TRANS LIMITED

V. UPENDRAN  
Managing Director



Encl: As above

*“Service And Trust - Part Of Our Tradition”*

● Conatiner Freight Station (CFS) ● Terminal Operations ● Stevedoring & Break Bulk ● Empty Container Repair ● Public Bonded Warehouse  
● Customs Broker ● Warehousing & Distribution ● Transport & Heavy Equipments ● Freight Forwarding (Air/Sea) ● Multimodal Transport Operator (MTO)

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### Annexure - A

Disclosure in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 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	Entity	Turnover March 31, 2017 (Rs. in Lakhs)	Networth March 31, 2017 (Rs. in Lakhs)
Sanco Transport Limited	Transferor Company	876.24	(398.22)
Sanco Trans Limited	Transferee Company	8228.45	9925.91*

\*Includes Revaluation Reserves

b) Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";

Sanco Transport Limited, the Transferor Company is a 100% subsidiary of Sanco Trans Limited, the Transferee Company.

c) Area of business of the entity(ies);

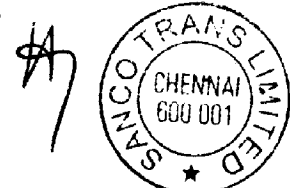
Sanco Transport Limited, the Transferor Company is engaged in the business of Transportation.  
 Sanco Trans Limited, the Transferee Company is engaged in the business of Logistics.

d) Rationale for amalgamation/ merger;

The directors of the Transferor Company and Transferee Company are of the opinion that the proposed amalgamation of the Transferor Company with Transferee Company will be for the benefit of both the Transferor Company and Transferee Company in the following manner:

i. The amalgamation will enable consolidation of the business of the two entities into one entity which will facilitate in focused growth, operational efficiency, integration synergies and better supervision of the business.

ii. The amalgamation will enable pooling of resources of the Transferor Company with the resources of the Transferee Company to their advantage, resulting in more productive utilization of said resources, and cost and operational efficiency which would be beneficial to all stakeholders.



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iii. The amalgamation would facilitate scaling of operations, reduce administrative costs and garner greater visibility in the market.

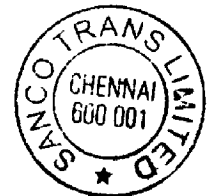
iv. The amalgamation will also enable smoother implementation of policy changes at a higher level from a management perspective. There is no likelihood that interests of any shareholder or creditor of either the Transferor Company or the Transferee Company would be prejudiced as a result of the Scheme. The Amalgamation will not impose any additional burden on the members of the Transferor Company or the Transferee Company since the Transferor Company is already a 100% subsidiary of the Transferee Company.

**e) In case of cash consideration – amount or otherwise share exchange ratio;**

There is no cash or other consideration. The merger will only result in cancellation of shares of Sanco Transport Limited held by the Company as well as cancellation of inter corporate loans/dues.

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

Upon the Scheme becoming effective, there will not be any change in the shareholding pattern of the listed entity.



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