

GACL/CS/AC/ASE/EVE/100/Gen/18-19

12th February, 2019

The National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
MUMBAI – 400 051.

BSE Limited,
Floor 25, P J Towers,
Dalal Street,
MUMBAI – 400 001.

Dear Sirs,

Sub : Sub: Disclosure in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

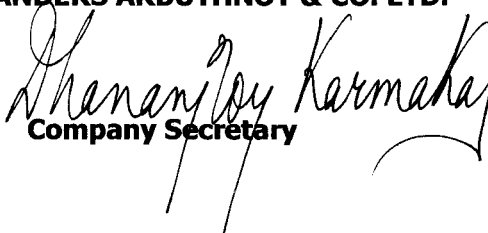
In terms of Regulation 30 read with Schedule III Part A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/4/2015 as amended from time to time, we hereby inform you that the High Court at Malawi has approved and sanctioned a Scheme of Arrangement by and between Naming'omba Tea Estate Limited (NTEL), Group Developments Limited (GDL), Mafisi Tea Estates Limited (MTEL) and Group Holdings Limited (GHL) and their respective shareholders. By virtue of the said Scheme, NTEL, MTEL and GHL, wholly owned subsidiaries of GDL, has amalgamated with GDL effective from 1st April 2019. GDL is a step down non material foreign subsidiary of Gillanders Arbuthnot and Company Limited.

NTEL, GDL, MTEL and GHL deals in production of Tea and Macadamia at Malawi. The rationale of the Scheme was to simplify the group structure at Malawi and to rationalise the financial and human resources used for carrying out the business activities. There is no change in shareholding of the Company in GDL post restructuring.

This is for your information and record.

Thanking You,

Yours faithfully,
For GILLANDERS ARBUTHNOT & CO. LTD.


Company Secretary