GOING TOGETHER
GROWING TOGETHER

# RDB INFRASTRUCTURE AND POWER LIMITED

(formerly known as RDB Realty & Infrastructure Limited)

BIKANER BUILDING, 8/1, LAL BAZAR STREET, 1ST FLOOR, KOLKATA - 700 001 • CIN No. : L68100WB2006PLC110039
PHONE : +91 90384 40761 • E-MAIL : csrdbinfra@rdbindia.com • Web : www.rdbindia.com

**Date:** 27th November, 2026

To,
Department of Corporate Services
**BSE Limited**
P.J. Towers, Dalal Street
Mumbai- 400 001

Scrip Code: **533285**

To,
The Secretary
**The Calcutta Stock Exchange Limited**
7, Lyons Range, Dalhousie
Kolkata- 700 001

Scrip Code: **028393**

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Execution of Share Purchase Agreement for the acquisition of Solisgen Energy Private Limited**

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held today i.e., on 27th November, 2026 has accorded its approval to acquire 50% equity shareholding of the **Solisgen Energy Private Limited ("Target Company")** in two tranches as more detailed in Clause 6 of Annexure I. The completion of this acquisition is contingent upon the fulfilment of the terms and conditions as stipulated in the Share Purchase agreement ('SPA') dated 27th November, 2026.

The disclosure as required under Regulation 30 of SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14 /14(7)2025-CFD- POD2/I/3762/2026 dated 30th January, 2026, is enclosed as "**Annexure I**".

The meeting commenced at 04:00 P.M. and concluded at 04:22 P.M.

This is for your information and record.

Thanking You,

For **RDB Infrastructure and Power Limited**
***(Formerly Known as RDB Realty & Infrastructure Limited)***

RESHMA MAHESWARI
Digitally signed by RESHMA MAHESWARI
Date: 2026.11.27 18:58:30 +05'30'

**Reshma Maheswari**
**Company Secretary & Compliance Officer**
**Membership No. A74149**

*Encl: As above*

GOING TOGETHER
GROWING TOGETHER
RDB INFRASTRUCTURE AND POWER LIMITED
(formerly known as RDB Realty & Infrastructure Limited)
BIKANER BUILDING, 8/1, LAL BAZAR STREET, 1ST FLOOR, KOLKATA - 700 001 • CIN No. : L68100WB2006PLC110039
PHONE : +91 90384 40761 • E-MAIL : csrdbinfra@rdbindia.com • Web : www.rdbindia.com

**Annexure I**

**Disclosure in terms of Regulation 30 of SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14 /14(7)2025-CFD- POD2/I/3762/2026 dated 30th January, 2026**

| Sr. No. | Details of events that need to be provided | Information of such event(s) |
|---|---|---|
| 1 | Name of the target entity, details in brief such as size, turnover etc.; | **Name:** Solisgen Energy Private Limited ("Target Company")<br><br>**Authorized Capital:** Rs. 1,00,000/- (Rupees One Lakhs only) divided into 10,000 (Ten Thousand) equity shares of Rs. 10/- (Rupees Ten only) each.<br><br>**Paid-up Capital:** Rs. 1,00,000/- (Rupees One Lakhs only) divided into 10,000 (Ten Thousand) equity shares of Rs. 10/- (Rupees Ten only) each.<br><br>**Turnover as on 31st March 2026:** Nil |
| 2 | 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"; | The transaction would not fall within related party transactions.<br><br>Further, the promoters do not have any interest in the entity being acquired. |
| 3 | Industry to which the entity being acquired belongs; | Electric Power Generation |
| 4 | Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity); | The acquisition of Solisgen Energy Private Limited is aimed at business expansion, since it operates in the same line of business.<br><br>Post-acquisition, it will become an associate of the Company. |
| 5 | Brief details of any governmental or regulatory approvals required for the acquisition; | Not Applicable |
| 6 | Indicative time period for completion of the acquisition; | Subject to fulfilment of the terms and conditions as stipulated in the Share Purchase Agreement dated 27th November 2026:<br><br>1. Acquisition of initial 24.5% of the equity share capital of the Target Company within 30 days of the execution of Share Purchase Agreement dated 27th November 2026 or upon satisfaction |

| | | |
|---|---|---|
| | | of all first closing conditions, whichever is later.<br><br>2. Acquisition of the balance 25.5% of the equity share capital of the Target Company will be completed after one year of the commencement of operations or upon satisfaction of all second closing conditions, whichever is later. |
| 7 | Consideration - whether cash consideration or share swap or any other form and details of the same; | All cash consideration |
| 8. | Cost of acquisition and/or the price at which the shares are acquired; | The consideration for acquiring initial 24.5% of the equity shareholding is Rs. 10,80,450/- (2,450 equity shares at Rs. 441 each)<br><br>The cost for acquisition of the balance 25.5% of the equity shareholding will be Rs. 11,24,550/- (2,550 equity shares at Rs. 441 each) |
| 9. | Percentage of shareholding / control acquired and / or number of shares acquired; | The Company has agreed to acquire 50% of the equity share capital of the Target Company subject to fulfillment of the terms and conditions as stipulated in the Share Purchase Agreement dated 27th November 2026 and the acquisition will be completed in the following two tranches –<br><br>1. Acquisition of initial 24.5% of the equity share capital of the Target Company within 30 days of the execution of Share Purchase Agreement dated 27th November 2026 or upon satisfaction of all first closing conditions, whichever is later.<br><br>2. Acquisition of the balance 25.5% of the equity share capital of the Target Company will be completed after one year of the commencement of operations or upon satisfaction of all second closing conditions, whichever is later. |

| | | |
|---|---|---|
| 10. | 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); | Solisgen Energy Private Limited is a special purpose vehicle incorporated in 2025 for setting up grid-connected solar power plants under feeder level solarization of the PM-KUSUM Component-C2 Scheme.<br><br>**Date of incorporation:** 15th April, 2025<br><br>**Turnover as on 31st March, 2026:** Nil<br><br>**Presence:** India<br><br>Additionally, the Board has accorded to nominate Mr. Shubham Vaidya as the Nominee Director representing the company on the Board of Directors of the Target Company with effect from the completion of acquisition of 24.5% equity shareholding of the Target Company. |