



25 May 2026

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001  
Scrip Code: 543260

National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051  
NSE Symbol: STOVEKRAFT

Dear Sir / Madam,

**Sub: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Incorporation of a Wholly-owned Subsidiary & also Joint Venture in China**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we wish to inform that the Board of Directors of the Company at its meeting held today, i.e., 25 May 2026, which commenced at 5:45 P.M. and concluded at 6.15 P.M, has *inter alia* gave its In-Principle approval for:

1. Incorporation of a Wholly Owned Subsidiary (“WOS”) in China, subject to necessary approvals: and
2. Entering into Joint Venture Agreement with a Company in China, subject to necessary approvals.

The details required under Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026 with respect to the incorporation of a WOS is enclosed as Annexure A and for Joint venture as Annexure B.

This is for your information and records.

Thanking you,

Yours faithfully,  
For Stove Kraft Limited

Shrinivas P Harapanahalli  
Company Secretary & Compliance Officer

**Stove Kraft Limited**

Registered Office : 81/1, Harohalli Industrial Area, Harohalli Hobli,  
kanakapura Taluk Ramanagara District, Bengaluru, Karnataka, India - 562112

Corporate Office : No.30, 2<sup>nd</sup> Cross, CSI Compound, Mission Road, Bengaluru - 560027



The requisite details required pursuant to SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026 are as under:

**Annexure –A**

S. No.	Particulars	Details
1	Name of the entity, date & country of incorporation, etc.;	The name of the proposed Wholly-owned Subsidiary (“WOS”) will be Stove Kraft Guangzhou Import Export Limited or such other name as may be approved by the regulatory authorities of People's Republic of China. The final update on name as well as date of incorporation will be given once the WOS is incorporated.  The WOS will be incorporated in People's Republic of China.
2	Name of holding company of the incorporated company and relation with the listed entity;	Stove Kraft Limited will be holding 100% shareholding in the WOS and will be a related party of the Company upon incorporation thereof.
3	Industry to which the entity being incorporated belongs;	Trading of goods that may be required for the Company from time to time.
4	Brief background about the entity incorporated in terms of products / line of business;	The Company to be incorporated will be a Wholly Owned Subsidiary of Stove Kraft Limited and will be trading in goods that may be required for the Company from time to time.
5	Brief details of any governmental or regulatory approvals required for the incorporation;	The incorporation of WOS will be subject to the approval of Reserve Bank of India, Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder and the applicable laws of People's Republic of China.
6	Nature of consideration - whether cash consideration or share swap and details of the same;	Subscription of shares in the proposed WOS will be by way of cash consideration.
7	Cost of subscription / price at which the shares are subscribed;	The Company will be paying cash consideration to the proposed WOS towards subscription of 100% shareholding.
8	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	100%

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S. No.	Particulars	Details
1	Name(s) of parties with whom the agreement is entered;	A Joint Venture Company will be formed in China with 50-50 shareholding between Stovekraft Guangzhou Import Export Limited (WOS, a Limited Company to be incorporated in the People's Republic of China)) and Ningbo Wochi New Materials Co.,Ltd. (a Limited Company established in the People's Republic of China), subject to necessary approvals.  Further updates will be given in due course.
2	Purpose of entering into the agreement;	For Manufacture of triply sheets / circles for use in cookware and such other products as may be required from time to time.
3	Shareholding, if any, in the entity with whom the agreement is executed;	50:50
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	Right to appoint Directors – WOS and JV Partner shall have the authority to appoint or change their nominees on the board of directors of the JV Company. First right of share subscription in case of issuance of shares – in equal proportion to both JV shareholders Right to restrict any change in capital structure – Any change in capital structure to be jointly approved by both.
5	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	No.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes. All Related Party Transactions will be undertaken on arm’s length basis only.
7	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Will be informed in due course.

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8	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	WOS shall have the authority to appoint or change nominee on the board of directors of the JV Company.
9.	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

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