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Jupiter Wagons Limited

CIN : L28100MP1979PLC049375

August 04, 2026

To,

The Corporate Relationship Department, **BSE Limited**, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. **Scrip Code: 533272**	The Manager, Listing Department, **National Stock Exchange of India Limited**, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. **NSE Symbol : JWL**

Sub: **Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations").**

Ref: **Our intimation dated August 03, 2026: Jupiter Wagons and Lucchini RS Forge Strategic India-Italy Railway Partnership to Build India's First Fully Integrated Private-Sector Railwheel Manufacturing Platform**

Dear Madam/Sir,

Jupiter Wagons Limited ("**Company**"), Lucchini RS Holding S.p.A. ("**Lucchini**"), Simest S.p.A. ("**Simest**") (Lucchini and Simest are collectively referred to as "**Investors**") and the Company's wholly owned subsidiary Jupiter Tatravagonka Railwheel Factory Private Limited ("**JTRWF**") have entered into *inter alia* (i) a share subscription agreement wherein JTRWF is desirous of issuing to the Investors, and the Investors, have agreed to subscribe to, the equity shares of JTRWF, on the terms and subject to the conditions contained in the share subscription agreement ("**SSA**"), such that upon completion of the allotment of shares pursuant to the SSA, the Investors shall hold the legal and beneficial ownership to 25% of the share capital *plus* 1 share of JTRWF and the Company shall hold the balance shareholding in JTRWF; and (ii) shareholders' agreement to set out the *inter-se* rights and obligations of the Company and Investors with respect to JTRWF ("**SHA**") (the SHA and SSA are collectively referred to as "**Transaction Documents**").

This intimation is being made in compliance with Regulations 30, read with Schedule III and other applicable regulations of the SEBI Listing Regulations and the required disclosure is enclosed as ***Annexure A***.

This is for your information and record.

Yours Faithfully,
For Jupiter Wagons Limited

RITESH KUMAR SINGH
Digitally signed by RITESH KUMAR SINGH
Date: 2026.08.04 17:20:14 +05'30'

Ritesh Kumar Singh
Company Secretary and Compliance Officer

Corporate Office : 16 Taratala Road, Kolkata - 700088 (W.B.) • Phone : 033-6522 9400/01
Regd. Office : 48 Vandana Vihar, Narmada Road, Gorakhpur, Jabalpur - 482001 (M.P.) • Phone : 0761-266 1336
Website : www.jupiterwagons.com • e-mail : corporate@jupiterwagons.com

Annexure A

The details as required under SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as under:

S. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered.	The Transaction Documents been executed between the Jupiter Wagons Limited ("**Company**"), Jupiter Tatravagonka Railwheel Factory Private Limited ("**JTRWF**"), Lucchini RS Holding S.p.A. ("**Lucchini**"), Simest S.p.A. ("**Simest**") (*Lucchini and Simest are collectively referred to as "**Investors**")*
2.	Purpose of entering into the agreement.	To record the terms and conditions of the investment by the Investors in JTRWF.
3.	Shareholding, if any, in the entity with whom the agreement is executed.	The Investors shall hold the legal and beneficial ownership to 25% of the share capital *plus* 1 share of JTRWF and the Company shall hold the balance shareholding in JTRWF.
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.	The Company is a party to the Transaction Documents in the capacity of promoter of JTRWF. Accordingly, there will be no impact on its board of directors or capital structure of the Company. The SSA, *inter alia*, sets out the conditions for completion of the proposed investment by the Investors and customary *inter se* representations, warranties and indemnity provisions. The SHA sets out the *inter se* rights and obligations between the parties for the management of JTRWF, including non-compete provisions, transfer restrictions and exit rights.
5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship.	The Company is the holding company of JTRWF. The Investors are not related to the promoter/ promoter group / group companies in any manner.
6.	Whether the transaction would fall within related party transactions? If yes, whether	The transaction is not in the nature of a

S. No.	Particulars	Details
	the same is done at "arm's length".	related party transaction.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Pursuant to the SSA, subject to completion of the relevant conditions precedent, the Investors shall subscribe to 111,649,274 (one hundred and eleven million six hundred forty nine thousand two hundred and seventy four) equity shares of JTRWF, at a price of INR 26 per equity share including premium of INR 16 per equity share.
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.	Please see paragraph 4 above.
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Not applicable

RITESH KUMAR SINGH
Digitally signed by RITESH KUMAR SINGH
Date: 2026.08.04 17:20:48 +05'30'

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