KESAR
INDIA LIMITED

**Date: July 29, 2026**

**To,**
**BSE Limited,**
**Phiroze Jeejeebhoy Towers,**
**Dalal Street, Mumbai – 400001**

**Security Code: 543542**

**Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Acquisition of Stake in Kesar Lands Private Limited.**

**Dear Sir/ Madam,**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015"), we wish to inform that, the Company pursuant to a Share Purchase Agreement executed on July 29, 2026 has acquired 100% equity stake in **Kesar Lands Private Limited ("KLPL")** bearing **CIN: U70102MH2010PTC209162**.

Subject to the approval of the shareholders of the Company and such other regulatory or statutory approvals as may be required, the Board of Directors of the Company in their meeting held today i.e. Wednesday, July 29, 2026 has approved the acquisition of 100% of fully paid-up equity share capital of KLPL, for a total Purchase Consideration of ₹ 1,55,85,77,800/- (Rupees One Hundred Fifty Five Crore Eight Five Lakh Seventy Seven Thousand and Eight Hundred Only) ("Purchase Consideration"), by acquiring up to 10,000 fully paid up Equity Shares of face value ₹ 10/- each of KLPL, at an acquisition price of ₹ 1,55,857.78/- each. Further, the Purchase Consideration of Rs. 1,55,85,77,800/- (Rupees One Hundred Fifty Five Crore Eight Five Lakh Seventy Seven Thousand and Eight Hundred Only) will be payable by way of a Share Swap through issuance of up to 17,31,752 Fully paid-up equity shares of Kesar India Limited, on preferential basis, in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/ statutory approvals as may be required, having face value of Rs. 10/- (Rupee Ten Only) each, at an Issue price of Rs. 900/- per equity share to the existing shareholders of the Company.

Pursuant to the aforesaid acquisition, **Kesar Lands Private Limited** has become **Wholly Owned Subsidiary Company of Kesar India Limited**.

The details as required under SEBI LODR Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 are given as **Annexure - A**.

Thanking you,

**Yours faithfully,**
**For Kesar India Limited**

ADITI ANUP DESHMUKH
Digitally signed by ADITI ANUP DESHMUKH
Date: 2026.07.29 21:08:22 +05'30'

**Aditi Deshmukh**
**Company Secretary & Compliance Office**

**End: As above**

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**Annexure – A**

**Details as required under SEBI LODR Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026**

| Sr. No. | Particulars | Details |
|---|---|---|
| a) | Name of the target entity, details in brief such as size, turnover etc. | Kesar Lands Private Limited (KLPL)CIN: U70102MH2010PTC209162) was incorporated on October 19, 2026 under the Companies Act, 2013. Its authorized share capital is ₹ 10,00,000/- and its paid-up capital is ₹ 1,00,000/- Its registered office is situated at 2nd Floor, Saraf Chambers, Mount Road, Sadar, Nagpur – 440001, Maharashtra.<br><br>The main objects of KLPL are to carry on the business of to carry on the business acquire, buy, sell, purchase, lease, develop, renovate, improve, maintain, exchange or otherwise own property, estate, lands, buildings, flats, garages, houses, factories, multiplex, malls, shopping complex, schools, hospitals, chawls, dwelling house or own or be interested therein, with any landed properties of any tenure or description and any estate or interests therein together with all buildings and structures standing thereon with any rights connected with such lands, estates, buildings, garages, or other immovable properties, commission agent, broker.<br><br>The turnover of KLPL for the period ended on March 31, 2026 is NIL. |
| b) | 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 "arms' length". | Yes.<br>Kesar Lands Private Limited is a related party of the Company as per the provisions of the Companies Act, 2013.<br><br>The Promoter Group holds shares in KLPL, the details of their shareholding are mentioned below:<br><br>**Sr. No.** / **Name of Shareholder** / **No. of Shares held** / **% of Shares held**<br>1 / Yash Gopal Gupta / 5,000 / 50<br>2 / Sangeeta Gopal Gupta / 5,000 / 50<br><br>The investment is done by the Company on an arm's length basis. |

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|---|---|---|
| c) | The industry to which the entity being acquired belongs | Construction and Real Estate Development |
| d) | Objects and effects 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). | Acquisition is done pursuant to a Share Purchase Agreement ('SPA') dated **July 29, 2026** entered into with the shareholders of Kesar Lands Private Limited. Post this acquisition, the Company's holding in Kesar Lands Private Limited would be 100%.<br><br>The acquisition will enable the Company to strengthen its presence in the real estate and infrastructure sector by expanding its capabilities in project development, execution, and allied activities. The investment is expected to provide access to new business opportunities, enhance the Company's project portfolio and support its long-term growth strategy by creating sustainable value for its stakeholders. |
| e) | Brief details of any governmental or regulatory approvals required for the acquisition | Apart from approval required pursuant to provisions of Companies Act, 2013 read with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, no other government or regulatory approval is required for the acquisition. |
| f) | Indicative time period for completion of the acquisition. | Acquisition will be completed within a period of 15 (fifteen) days from the later of: (i) date of the approval of special resolution for preferential issue of equity shares; or (ii) receipt of last of the approval/ permission required for allotment under the preferential issue from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the stock exchange) for issuance of the equity shares to the proposed allottees. |
| g) | Nature of consideration (whether cash consideration or share swap and details of the same). | The consideration will be discharged by the Company through consideration other than cash i.e. Swap of Shares. |
| h) | Cost of acquisition and/or the price at which the shares are acquired. | Aggregate cost of acquisition: **Rs.** 1,55,85,77,800/- |
| i) | Percentage of shareholding / control acquired and / or number of shares acquired. | The Company proposes to acquire 10,000 equity shares of M/s Kesar Lands Private Limited, pursuant to which it will hold 100% of the shareholding in Kesar Lands Private Limited. |

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| j) | 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). | **KESAR LANDS PRIVATE LIMITED** was incorporated on October 19, 2026 having its registered office at 2nd Floor, Saraf Chambers, Mount Road, Sadar, Sadar Bazar, Nagpur – 440001, Maharashtra.<br><br>The Company is engaged in the business of real estate development business.<br><br>**Year** / **Turnover**:<br>FY 2023-24: Nil<br>FY 2024-25: Nil<br>FY 2025-26: Nil<br><br>Country in which the acquired entity has presence is **India** |

| Year | Turnover |
|---|---|
| FY 2023-24 | Nil |
| FY 2024-25 | Nil |
| FY 2025-26 | Nil |