

June 12, 2026

The Manager  
Dppt. Of Corporate Services  
BSE Limited  
Phirozee Jeejeebhoy Tower, Dalal Street  
Mumbai 400 001  
BSE Scrip Code: 532395

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5 Floor, Plot C/1, G Block  
Bandra – Kurla Complex, Bandra(E),  
Mumbai 400 051  
NSE Symbol: AXISCADES

Dear Sir,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR Regulations**”) read with Schedule III of the LODR Regulations, we, AXISCADES Technologies Limited (“**Company/ATL**”), wish to inform that the Board of Directors in its meeting held today i.e., June 12, 2026, has approved the transfer of the business comprising the provision of ‘Engineering Services’ in the Aerospace industry (“**Transferring Business**”) by the Company, its branches in Germany (“**German Branch**”) and France (“**France Branch**”), and its subsidiaries namely, Cades Studec Technologies (India) Private Limited (“**CSTI**”), AXISCADES GmbH (“**ATL Germany**”), AXISCADES UK Limited (“**ATL UK**”), AXISCADES Technology Canada Inc. (“**ATL Canada**”) and AXISCADES Inc (“**ATL US**”) to Akkodis Group AG and its subsidiary Akkodis India Private Limited (“**Proposed Transaction**”).

In this regard, the Board approved the following:

- (i) Internal carve-out and transfer of the Transferring Business from the Company, German Branch, France Branch, ATL Germany, CSTI, ATL UK, ATL Canada and ATL US to respective subsidiaries/step-down subsidiaries of the Company to be incorporated/acquired in these jurisdictions (“**Transferee Subsidiaries**”);
- (ii) Incorporation/acquisition of Transferee Subsidiaries in India, Switzerland, and step down subsidiaries in France, Canada, United Kingdom, United States of America and Germany, for implementing the Proposed Transaction;
- (iii) Phase wise divestment of entire shareholding of the Company in material Transferee Subsidiaries to Akkodis Group; and
- (iv) The execution of definitive documents to effect the Proposed Transaction.

For ease of reference, the step-wise details and manner of implementation of the Proposed Transaction is summarized in **Schedule 1** below.

The relevant details pertaining to the above, as required under Regulation 30 of the LODR Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 issued on July 11, 2023, and last updated on January 30, 2026 is enclosed as “Annexure-I” to “Annexure-III”.

Additionally, please note that AXISCADES Inc., wholly owned subsidiary of the Company, was a material subsidiary based on the financial statements audited for FY 2024-25. However, it no longer qualifies as a material subsidiary based on the audited financial statements for FY 2025-26. Accordingly,

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

Regulation 24 of the LODR Regulations is not applicable to the proposed transaction and the transaction approved by the Board, as intimated to the Stock Exchanges on May 26, 2026.

The meeting of Board of Directors commenced at 12:00 Noon (IST) and concluded at 03:00 PM (IST).

Kindly take the above information on record.

Yours truly,

For **AXISCADES Technologies Limited**

**Sonal Dudani**

**Company Secretary & Compliance Officer**

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

## SCHEDULE I

### DETAILS OF THE PROPOSED TRANSACTION

The implementation of the Proposed Transaction involves the following broad steps:

#### A. Incorporation of Transferee Subsidiaries

For purposes of implementing the Proposed Transaction, the Board has approved:

- (i) incorporation of a subsidiary in India (“**New India Co.**”);
- (ii) acquisition of a wholly-owned subsidiary in Switzerland (“**Overseas HoldCo.**”) by acquiring a shelf-company.
- (iii) Incorporation of wholly owned subsidiaries of Overseas HoldCo (step-down subsidiaries of the Company) in France (“**New France Co.**”), Canada (“**New Canada Co.**”), the United Kingdom (“**New UK Co.**”) and the United States of America (“**New US Co.**”) and acquisition of a shelf company in Germany (“**New Germany Co.**”).

Details of the Transferee Subsidiaries are provided below:

Sl. No.	Entity	Incorporation/Acquisition	Jurisdiction	Proposed beneficial shareholding of the Company
1	New India Co.	Incorporation of a subsidiary of the Company	India	99.9999%
2	Overseas HoldCo.	Acquisition of a shelf company, which will be a wholly-owned subsidiary of the Company	Switzerland	100%
3	New UK Co.	Incorporation of a step-down subsidiary, wholly owned by Overseas HoldCo.	United Kingdom	100%
4	New US Co.	Incorporation of a step-down subsidiary, wholly owned by Overseas HoldCo.	United States of America	100%
5	New Canada Co.	Incorporation of a step-down subsidiary, wholly owned by Overseas HoldCo.	Canada	100%
6	New France Co.	Incorporation of a step-down subsidiary, wholly owned by Overseas HoldCo.	France	100%
7	New Germany Co.	Acquisition of a shelf company, which will be a step-down subsidiary, wholly owned by Overseas HoldCo.	Germany	100%

#### B. Internal Business Transfers

Upon incorporation of the Transferee Subsidiaries, following actions shall be taken (collectively, the “**Business Transfers**”):

#### **AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

- (i) transfer of the Transferring Business of the Company to New India Co., on a slump sale basis, as defined in Section 2(103) of the (Indian) Income-tax Act, 2025;
- (ii) transfer of the Transferring Business of CSTI to New India Co., on a slump sale basis, as defined in Section 2(103) of the (Indian) Income-tax Act, 2025;
- (iii) transfer of the Transferring Business of ATL Germany to New Germany Co., as a business transfer on a going concern basis;
- (iv) transfer of the Transferring Business of ATL conducted through its German Branch to New Germany Co., as a business transfer on a going concern basis;
- (v) transfer of the Transferring Business of ATL conducted through its France Branch to New France Co. as a business transfer on a going concern basis;
- (vi) transfer of the Transferring Business of ATL UK to New UK Co., as a business transfer on a going concern basis;
- (vii) transfer of the Transferring Business of ATL Canada to New Canada Co., as a business transfer on a going concern basis; and
- (viii) transfer of the Transferring Business of ATL USA to New USA Co., as a business transfer on a going concern basis.

*Pursuant to the Business Transfers, New India Co. and Overseas HoldCo. shall become material subsidiaries of the Company within the meaning of Regulation 16(1)(c) of the LODR Regulations.*

### **C. Fund infusions and payment of consideration**

- (i) Upon completion of the Business Transfers, (i) Akkodis India Private Limited shall infuse funds into New India Co., for issuance of its equity shares to Akkodis India Private Limited amounting to 51% (fifty one percent) of the share capital of New India Co. (“**India Fund Infusion**”); and (ii) the Company and Akkodis Group AG shall infuse funds into Overseas HoldCo, such that the shareholding of Akkodis Group AG and the Company shall be in the ratio 51:49 in the Overseas HoldCo. (“**Overseas Fund Infusion**”).
- (ii) The India Fund Infusion shall be used by New India Co. to: (a) discharge 51% of the consideration payable to ATL for the transfer of its Transferring Business in cash; and (b) discharge 100% of the consideration payable to CSTI for the transfer of its Transferring Business. The remaining 49% of the consideration payable to the Company, shall be discharged by New India Co. by issuance of equity shares to the Company, amounting to 49% of the share capital of the New India Co.
- (iii) The Overseas Fund Infusion shall be used by Overseas HoldCo. to infuse funds into New Germany Co, New France Co., New UK Co., New US Co. and New Canada Co., which shall be used by such step-down subsidiaries for discharge of their respective consideration payable for the Business Transfers to ATL German Branch, France Branch, ATL UK, ATL US, ATL Canada and ATL Germany.

### **AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

- (iv) The SHAs shall come into effect upon completion of the Business Transfers and fund infusions. The India SHA (*as defined below*) shall govern the inter-se rights of the Company and Akkodis India Private Limited (in respect of New India Co.) and the Overseas SHA (*as defined below*) shall govern the inter-se rights of the Company and Akkodis Group AG (in respect of Overseas HoldCo.).

#### **D. Divestment of stake in New India Co. and Overseas HoldCo.**

The shareholding of the Company in New India Co. and Overseas HoldCo. is proposed to be transferred to Akkodis India Private Limited and Akkodis Group AG respectively at the end of the 2 (two) year anniversary period from the closing of the India Fund Infusion and Overseas Fund Infusion.

#### **E. Documentation for the Proposed Transaction**

The Proposed Transaction involves the execution of:

- (i) Master framework agreement, to be executed amongst the Company, CSTI, Akkodis India Private Limited and Akkodis Group AG (“**India MFA**”); and
- (ii) Master framework agreement, to be executed amongst the Company, ATL UK, ATL US, ATL GmbH, ATL Canada and Akkodis Group AG (“**Overseas MFA**”, collectively with the India MFA, the “**MFAs**”).

In terms of the MFAs, the following business transfer agreements are required to be executed as a condition precedent to the closing of the MFAs:

- (i) Business transfer agreement between the Company and New India Co;
- (ii) Business transfer agreement between CSTI and New India Co;
- (iii) Business transfer agreement between the Company and New France Co;
- (iv) Business transfer agreement between ATL UK and New UK Co;
- (v) Business transfer agreement between ATL US and New US Co;
- (vi) Business transfer agreement between the Company, ATL Germany, and New Germany Co.; and
- (vii) Business transfer agreement between ATL Canada and New Canada Co,  
(collectively, the “**BTAs**”)

Additionally, the MFAs also contemplate the execution of the following as a condition precedent to the closing of the MFA:

- (i) Shareholders’ agreement amongst ATL, New India Co. and Akkodis India Private Limited (“**India SHA**”); and
- (ii) Shareholders’ agreement amongst ATL, Overseas HoldCo. and Akkodis Group AG,  
(“**Overseas SHA**” collectively the “**SHAs**”).

The MFAs, BTAs and SHAs are collectively referred to as the Transaction Documents.

#### **AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

**Annexure-I**

**Details which a listed entity needs to disclose for sale or disposal of any unit(s), division(s), whole or substantially the whole of the undertaking(s) or subsidiary of the listed entity**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>						
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate Company of the listed entity during the last financial year.	<p>For the financial year ended March 31, 2025, the Engineering Services business in Aerospace industry (“<b>Transferring Business</b>”) of the Company and its subsidiaries has contributed the following turnover/revenue/income to the annual consolidated turnover of the Company for the financial year ended March 31, 2025:</p> <table border="1"> <thead> <tr> <th><b>Turnover/Revenue/Income</b></th> <th><b>INR (in Million)</b></th> </tr> </thead> <tbody> <tr> <td>Amount</td> <td>3,225.88</td> </tr> <tr> <td>%</td> <td>31%</td> </tr> </tbody> </table> <p>Net worth – INR 743 million (11.3% of the annual consolidated net worth of the Company)</p> <p>Carve out details for the Transferring Business for the financial year ended March 31, 2026 is currently not available. Therefore, the details for the financial year ended March 31, 2025 have been provided , and will be updated once the carved out details are available.</p>	<b>Turnover/Revenue/Income</b>	<b>INR (in Million)</b>	Amount	3,225.88	%	31%
<b>Turnover/Revenue/Income</b>	<b>INR (in Million)</b>							
Amount	3,225.88							
%	31%							
2	Date on which the agreement for sale has been entered into.	<p>(i) Master Framework Agreement amongst the Company, Cades Studec Technologies (India) Limited (“<b>CSTI</b>”), Akkodis India Private Limited and Akkodis Group AG has been executed on June 12, 2026 (“<b>India MFA</b>”);</p> <p>(ii) Master Framework Agreement amongst the Company, AXISCADES GmbH (“<b>ATL Germany</b>”), AXISCADES UK Limited (“<b>ATL UK</b>”), AXISCADES Technology Canada Inc. (“<b>ATL Canada</b>”) and AXISCADES Inc (“<b>ATL US</b>”), branch offices of the Company in Germany (“<b>German Branch</b>”) &amp; France (“<b>France Branch</b>”) and Akkodis Group AG has been</p>						

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		<p>executed on June 12, 2026 (“<b>Overseas MFA</b>” and along with the India MFA, the “<b>MFAs</b>”);</p> <p>(iii) In terms of the MFAs, separate business transfer agreements (“<b>BTAs</b>”) are to be executed as a condition precedent to the closing of the MFAs for the internal transfer of the Transferring Business by the Company, France Branch, German Branch, CSTI, ATL Germany, ATL UK, ATL US and ATL Canada, to respective subsidiaries/step down subsidiaries of the Company to be incorporated in these jurisdictions (“<b>Business Transfers</b>”). These BTAs will be executed post incorporation of the subsidiaries/step down subsidiaries.</p> <p>(iv) Additionally, MFAs also contemplate the execution of the following shareholder agreements as a condition precedent to the closing of the MFA (“<b>SHA</b>”): (a) Shareholders’ agreement amongst the Company, New India Co. (a new subsidiary proposed to be incorporated by the Company in India) and Akkodis India Private Limited (“<b>India SHA</b>”); and (b) Shareholders’ agreement amongst the Company, Overseas HoldCo. (a new subsidiary proposed to be acquired by the Company in Switzerland) and Akkodis Group AG. These SHAs will be executed post incorporation/acquisition of the subsidiaries (“<b>Overseas SHA</b>”).</p>
3	The expected date of completion of sale/disposal.	<p>Subject to completion and waiver of the conditions precedent, including obtaining any statutory and regulatory approvals by the parties and in accordance with the provisions of the definitive documents, the Business Transfers and the subsequent fund infusion by Akkodis entities in New India Co. and Overseas HoldCo. (<i>as detailed in Schedule 1</i>) are expected to be completed within 5-6 months from the execution date of the MFAs. Post the fund infusion, Akkodis entities and the Company will have shareholding in the ratio of 51:49 in the New India Co. and New Overseas Co.</p> <p>The divestment of the balance 49% stake by the Company in New India Co. and Overseas HoldCo.</p>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		(“ <b>Divestment</b> ”) is proposed to be undertaken post completion of 24 months of the above.
4	Consideration received from such sale/disposal.	<p>The aggregate consideration payable at the time of closing of Business Transfers is USD 152.35 million, subject to any adjustments in terms of the Transaction Documents. This has been determined basis the valuation report obtained from M/s SSPA &amp; Co., Chartered Accountants. The said consideration shall be settled in accordance with the Transaction Documents by way of shares and cash. Please refer to Schedule I for more details on the manner of settlement of the consideration.</p> <p>The aggregate consideration to be received for the Proposed Transaction (<i>as detailed in Schedule I</i>) is provided in Sr. No. 4 of <b>Annexure III</b>.</p>
5	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof.	<p>(i) The Transferring Business of the Company, and Cades Studec Technologies (India) Private Limited is proposed to be transferred to New India Co (a new subsidiary proposed to be incorporated by the Company in India);</p> <p>(ii) The Transferring Business of German Branch, France Branch, ATL Germany, ATL UK, ATL Canada and ATL USA to the subsidiaries to be acquired/ incorporated in the respective overseas jurisdictions by the Overseas HoldCo (a new subsidiary proposed to be acquired by the Company in Switzerland).</p> <p>As specified above, the buyers are subsidiaries/step-down subsidiaries of the Company.</p>
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”?	Yes, the transaction is a related party transaction and the same shall be on arm’s length basis supported by an independent valuation report.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	<p>The transaction does not form part of any Scheme of Arrangement.</p> <p>The Company shall obtain necessary approvals under Section 180 of the Companies Act, 2013 and Regulation 37A of the LODR Regulations. Further, necessary disclosures required as per Regulation 37A of the Listing Regulations shall be made in the</p>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		Notice of Postal Ballot for obtaining approval of the shareholders.
	<b>Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger</b>	
8	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.	<p><b>Seller:</b></p> <ul style="list-style-type: none"> <li>AXISCADES Technologies Limited, a public limited company, incorporated under the provisions of the Companies Act, 1956, having its registered office situated at Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560024, Karnataka, India. The equity shares of the Company are listed on BSE Ltd. and National Stock Exchange of India Ltd. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26: <ul style="list-style-type: none"> <li>i. On a standalone basis is INR 45,516.94 Lakhs;</li> <li>ii. On a consolidated basis is INR 1,15,895.24 Lakhs.</li> </ul> </li> <li>CSTI is a private limited company, incorporated under the provisions of the Companies Act, 2013, having its registered office situated at No.11, 3<sup>RD</sup> cross, Ganganagar North, Near CBI Office, Bangalore, Karnataka, India, 560032. The Company is operating in the business of documentation services related to Engineering Services business. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26 is INR 1,660.40 lakhs.</li> <li>ATL US operates in the business of Engineering Design Services. The registered office of the Company is located at 3008, W. Willow Knolls, Dr. Peoria, Illinois- 61614 in the United States of America. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26 is INR 11,262.22 lakhs.</li> </ul>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		<ul style="list-style-type: none"> <li>• ATL Germany operates in the business of Engineering Design Services. The registered office of the company is Hein Sass Weg 36, 21129 Hamburg, Germany. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26 is INR 620.58 lakhs.</li> <li>• ATL UK operates in the business of Engineering Design Services. The Registered office is located in the Pump house 15, Narborough Wood Park, Enderby, Leicester LE19 4XT, United Kingdom. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26 is INR 5813.76 lakhs.</li> <li>• ATL Canada operates in the business of Engineering design Services. The registered office of the Company is in 1200Mc Gill Colieae Avenue, Suite 1100, Montreal, Quebec H3B 4G7. The total revenue of the Company from operations/turnover as per the audited financial statement for FY 2025-26 is INR 4,674.01 lakhs.</li> <li>• The Company’s France Branch operates in the business of Aerospace Engineering Services.</li> <li>• The Company’s German Branch operates in the business of Aerospace Engineering Services.</li> </ul> <p><b>Buyer:</b> Please refer to S.I. No. 5 for the details of the Buyers. Given that the buyer entities are yet to be incorporated/acquired, financial details of the entities are not available.</p>
9	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length.	Yes, the transaction is a related party transaction and the same shall be on arm’s length basis, supported by an independent valuation report.
10	Area of business of the entity(ies)	<p><b><u>Seller:</u></b></p> <ul style="list-style-type: none"> <li>• AXISCADES Technologies Limited is a leading, end-to-end technology, product and solutions provider aiding the creation of innovative, sustainable, and safer products worldwide in the Aerospace, Defence and ESAI domains. Headquartered in Bangalore</li> </ul>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		<p>with subsidiaries and offices worldwide, in France, Germany, UK, USA, and Canada.</p> <ul style="list-style-type: none"> <li>• CSTI is operating in the business of documentation services related to Engineering Services business.</li> <li>• ATL US operates in the business of Engineering Design Services.</li> <li>• ATL UK operates in the business of Engineering Design Services.</li> <li>• ATL Canada operates in the business of Engineering design Services.</li> <li>• ATL Germany operates in the business of Engineering Design Services.</li> <li>• The Company's French Branch operates in the business of Aerospace Engineering Services.</li> <li>• The Company's German Branch operates in the business of Aerospace Engineering Services.</li> </ul> <p><b>Buyer:</b> The Buyer entities are yet to be incorporated/acquired. Upon incorporation/acquisition, they shall <i>inter alia</i> be engaged in the Transferring Business.</p>
11	Rationale for the slump sale	<p>The proposed slump sale is consistent with the Company's stated strategic objective of divesting its aerospace engineering services business and realigning and re-deploying its capital resources towards identified growth priorities. The transaction brings together highly complementary capabilities and is expected to create a leading platform within the aerospace OEM ecosystem, with a clear pathway to a market-leading position, thereby unlocking value for the shareholders of the Company.</p> <p>The net proceeds from the transaction are proposed to be deployed towards:  (i) technology- and capability-led acquisitions  (ii) manufacturing infrastructure for aerospace, defence, ESAI and spaceteach and  (iii) strengthening of the balance sheet to enhance financial flexibility for growth.</p>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

12	In case of cash consideration –amount or otherwise share exchange ratio	Please refer to the response provided in S.L. No. 4 provided above.
13	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the Company.

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

**Annexure-II**

**Disclosure in relation to Acquisition/Incorporation of subsidiaries**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Name of the target entity, details in brief such as size, turnover etc.	<p>The following subsidiaries are proposed to be incorporated/acquired (“<b>Transferee Subsidiaries</b>”):</p> <ul style="list-style-type: none"> <li>(i) incorporation of subsidiary in India (“<b>New India Co.</b>”);</li> <li>(ii) acquisition of a wholly owned subsidiary in Switzerland (“<b>Overseas HoldCo</b>”) by acquiring a shelf-company;</li> <li>(iii) incorporation of wholly owned subsidiaries of Overseas HoldCo in France (“<b>New France Co.</b>”), Canada (“<b>New Canada Co.</b>”), the United Kingdom (“<b>New UK Co.</b>”) and the United States of America (“<b>New US Co.</b>”);</li> <li>(iv) acquisition of a shelf company in Germany by Overseas HoldCo (“<b>New Germany Co.</b>”).</li> </ul> <p>These subsidiaries are yet to be incorporated/acquired, hence, details of size and turnover are not applicable. The name of the subsidiaries may be as approved by the relevant authorities.</p>
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 Transferee Subsidiaries when incorporated/acquired will be related parties of the Company and will form part of the Company’s group.
3	Industry to which the entity being acquired belongs	Upon incorporation/acquisition, the Transferee Subsidiaries shall be engaged in Aerospace Engineering services.
4	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)	The acquisition/ incorporation of the Transferee Subsidiaries in India and overseas jurisdictions is being undertaken to implement the Proposed Transaction ( <i>as disclosed in the above disclosures</i> ).
5	Brief details of any governmental or regulatory approvals required for the acquisition	The Company does not envisage any governmental or regulatory approvals to be required for the incorporation/acquisition of the Overseas

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		Subsidiaries, other than regular approvals and compliances required under applicable law (including under the Companies Act, 2013 and relevant rules and regulations under the Foreign Exchange Management Act, 1999 and applicable corporate and regulatory approvals in Germany, France, USA, UK and Canada, wherever required).
6	Indicative time period for completion of the acquisition	The incorporation/acquisition of the Transferee Subsidiaries is expected to be consummated in about 3 (Three) months from the date of this disclosure.
7	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration
8	Cost of acquisition or the price at which the shares are acquired	The aggregate cost of incorporation/acquisition of the Transferee Subsidiaries shall not exceed USD 2,00,000.
9	Percentage of shareholding / control acquired and / or number of shares acquired	(i) The Company will own 99.9999% of the share capital directly in New India Co. and 100% of the share capital in Overseas HoldCo.;  (ii) Overseas HoldCo. will own 100% of the share capital of New France Co., New Canada Co., New UK Co., New US Co. and New Germany Co.
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)	(i) Overseas HoldCo. and New Germany Co. which are yet to be acquired and are shelf companies, therefore such information is not available.  (ii) New India Co., New France Co., New Canada Co., New UK Co. and New US Co. are yet to be incorporated, other information is not available.  Upon incorporation/acquisition, the above entities will be engaged in Aerospace Engineering Services.
<b>Acquisition of 'to be incorporated' companies</b>		
11	Name of the entity, date & country of incorporation, etc.	Please see the details in Sr. No. 1.
12	name of holding company of the incorporated company and relation with the listed entity	Please see the details in Sr. No. 9.
13	industry to which the entity being incorporated belongs	Please see the details in Sr. No. 3.

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

14	brief background about the entity incorporated in terms of products / line of business	Please see the details in Sr. No. 10.
15	brief details of any governmental or regulatory approvals required for the incorporation	Please see the details in Sr. No. 5.
16	nature of consideration -whether cash consideration or share swap and details of the same	Subscription amount in cash.
17	Cost of subscription / price at which the shares are subscribed	The aggregate cost of incorporation/acquisition of the Transferee Subsidiaries shall not exceed USD 2,00,000.
18	percentage of shareholding / control by the listed entity and / or number of shares allotted.	Please see details in Sr. No. 9.

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

**Annexure-III**

**Disclosure in relation to Dilution/ Disinvestment of New India Co and Overseas HoldCo.**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	<p>New India Co and Overseas HoldCo are yet to be incorporated/ acquired, so these details are not available.</p> <p>Pursuant to the Business Transfers (<i>as detailed in the above disclosures</i>), New India Co and Overseas HoldCo will become material subsidiaries of the Company.</p>
2	Date on which the agreement for sale has been entered into.	<p>(i) Master Framework Agreement amongst the Company, Cades Studec Technologies (India) Limited (“CSTP”), Akkodis India Private Limited and Akkodis Group AG has been executed on June 12, 2026 (“<b>India MFA</b>”);</p> <p>(ii) Master Framework Agreement amongst the Company, AXISCADES GmbH (“<b>ATL Germany</b>”), AXISCADES UK Limited (“<b>ATL UK</b>”), AXISCADES Technology Canada Inc. (“<b>ATL Canada</b>”) and AXISCADES Inc (“<b>ATL US</b>”), branch offices of the Company in Germany &amp; France and Akkodis Group AG has been executed on June 12, 2026 (“<b>Overseas MFA</b>” and along with the India MFA, the “<b>MFAs</b>”).</p>
3	The expected date of completion of sale/disposal.	<p><b>India level</b> - Post Closing of the Business Transfers of the Transferring Business in India (<i>as detailed in the above disclosures</i>), Akkodis India Private Limited will infuse funds in New India Co. acquiring 51% of stake in New India Co (“<b>India Fund Infusion</b>”). This is expected to be completed within 5-6 months from the execution date of the MFAs.</p> <p>The balance 49% stake shall be acquired by Akkodis India Private Limited post 24 months of the closing of infusion of the funds.</p> <p><b>Overseas level</b> - Post Closing of the Business Transfers of the Transferring Business in respective overseas jurisdictions, the Company</p>

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

		<p>and Akkodis Group AG, will infuse funds in New Overseas HoldCo. acquiring 51% of stake in New Overseas HoldCo (“<b>Overseas Fund Infusion</b>”). This is expected to be completed within 5-6 months from execution date of the MFAs.</p> <p>The balance 49% stake shall be acquired by Akkodis Group AG post 24 months of the closing of infusion of the funds.</p>
4	Consideration received from such sale/disposal.	<p>The aggregate consideration for the Proposed Transaction is USD 206.30 million, receivable as follows:</p> <p>(i) Tranche 1 - an aggregate cash consideration of USD 77.70 million, receivable at the time of India Fund Infusion and Overseas Fund Infusion, subject to any adjustments as per terms of the Transaction Documents. The Company shall be additionally issued shares in New India Co. for the balance part of the sale of its Transferring Business and said shares shall be transferred in Tranche 2.</p> <p>(ii) Tranche 2 - a payment of USD 76.02 million, post 24 months of the closing of infusion of the funds, along with an additional performance-linked contingent payment up to USD 52.58 million, subject to any adjustments as per the terms of the Transaction Documents.</p>
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	The divestment of the stake in New India Co. and Overseas HoldCo will be undertaken with Akkodis India Private Limited and Akkodis Group AG, which do not belong to the promoter/promoter group/group companies.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”?	The divestment transactions are not related party transactions.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same	The proposed transactions do not form part of any Scheme of Arrangement.

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435

	including compliance with regulation 37A of LODR Regulations.	The Company shall obtain necessary approvals under Section 180 of the Companies Act, 2013 and Regulation 37A of the LODR Regulations. Further, necessary disclosures required as per Regulation 37A of the Listing Regulations shall be made in the Notice of Postal Ballot for obtaining approval of the shareholders.
--	---	---

For **AXISCADES Technologies Limited**

**Sonal Dudani**

**Company Secretary & Compliance Officer**

**AXISCADES Technologies Limited**

(formerly AXISCADES Engineering Technologies Limited)

CIN No.: L72200KA1990PLC084435