

Varroc Engineering Limited

Corp Office:

3rd & 7th Floor, B- 3010 & 7010, Solitaire
Business Hub (Marvel Edge) Datta Mandir
Chowk, Viman Nagar, Pune - 411014,
Maharashtra, India
Tel: + 91 20 67445001

Regd. Office:

L-4, MIDC Industrial Area, Waluj,
Chhatrapati Sambhaji Nagar (formerly
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Tel:+91 - 240-6653700
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www.varroc.com
CIN: L28920MH1988PLC047335
Email: Varroc.info@varroc.com



VARROC/SE/INT/2026-27/39

July 8, 2026

To,
The Manager- Listing
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai-400051
NSE Symbol: VARROC

The Manager – Listing
The Corporate Relation Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001.
BSE Security Code: 541578

Sub: Intimation of Investment in Renewable Energy Project for Captive Power Procurement

Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Dear Sir/ Madam,

Pursuant to the Regulation 30 of the of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), We wish to inform you that the Company has entered into Power Delivery Agreement (“PDA”) and Share Purchase and Shareholder’s Agreement (“SP&SA”) with AMPIN C&I Power Twelve Private Limited and AMPIN Energy C&I One Private Limited (“SPVs”) for the state of Karnataka and Tamil Nadu respectively, whereby AMPIN as a power producer shall be supplying solar power to the Company/company’s facilities in the aforesaid states as a captive user.

The details as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, are enclosed herewith as **Annexure A & B**.

We request you to take this on record, and to treat the same as compliance with the applicable provisions of the Listing Regulations. The aforesaid information is also being placed on the website of the Company at www.varroc.com.

Yours faithfully,

For Varroc Engineering Limited

Anil Ghatiya
Company Secretary & Compliance Officer

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Annexure – A {Acquisition (including agreement to acquire)}

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	Name: 1.AMPIN Energy C&I One Private Limited 2.AMPIN C&I Power Twelve Private Limited Brief Details: These SPVs are formed for the purpose of developing, building, and managing the portfolio of Renewable power assets and by establishing Renewable Power Plant(s) in Tamil Nadu and Karnataka, respectively with AMPIN C&I Power Private Limited. Turnover: NIL
2.	Name of the entity, date & country of incorporation, etc.;	AMPIN Energy C&I One Private Limited is incorporated on December 8, 2023. AMPIN C&I Power Twelve Private Limited is incorporated on April 23, 2025. Country of Incorporation: India
3.	Name of holding company of the incorporated company and relation with the listed entity;	The Company is making an investment in Renewable Energy Project. There is no relation between the holding Company and listed entity.
4.	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”;	Acquisition doesn’t fall within the purview of related party transactions. None of the promoters /promoter group/group Companies have any interest in the stated entities/SPVs.
5.	Industry to which the entity being acquired belongs;	Generation and Transmission of Solar power
6.	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);	Investment in Equity and other securities of SPVs for establishing Renewable Power Plants in Tamil Nadu and Karnataka having captive capacity of 0.40 MW _{AC} /0.60 MW _{DC} and 0.50MW _{AC} /0.70MW _{DC} respectively under Captive Power Scheme which will enable the Company to source solar power from the said SPVs for our manufacturing plants located in the States of Tamil Nadu and Karnataka.
7.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable

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8.	Indicative time period for completion of the acquisition;	On or before 30 th August 2026
9.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash consideration
10.	Cost of acquisition and/or the price at which the securities are acquired;	The investments not exceeding Rs. 22,80,000/- for acquisition of 2,28,000 Equity Shares of Rs. 10/- each, representing 0.44% of the Equity Share capital of "AMPIN Energy C&I One Private Limited" for the state of Tamil Nadu and not exceeding Rs. 25,90,000/- for acquisition of 2,59,000 Equity Shares of Rs. 10/- each, representing 0.83% of the Equity Share capital of "AMPIN C&I Power Twelve Private Limited (including Equity Shares but not restricted to other securities)
11.	Percentage of shareholding / control acquired and / or number of shares acquired;	Please refer to Point No. 10
12.	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);	Background: These SPVs are formed for purpose of developing, building, and managing the portfolio of Renewable power assets and for establishing the Renewable Power Plant(s) in Tamil Nadu and Karnataka, respectively. Date of Incorporation: Please refer Point No. 2 History of last 3 years' turnover: Nil Country: India

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Annexure-B (Agreements)

S. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is/are entered;	1.AMPIN Energy C&I One Private Limited 2.AMPIN C&I Power Twelve Private Limited 3. AMPIN C&I Power Private Limited (“Holding Company for Party No 1 & 2”)
2.	Purpose of entering into the agreement;	Investment in Equity of SPVs for establishing Renewable Power Plants in Tamil Nadu and Karnataka having captive capacity of 0.40 MW _{AC} /0.60 MW _{DC} and 0.50MW _{AC} /0.70MW _{DC} respectively under Captive Power Scheme which will enable the Company to source solar power from the said SPVs for its manufacturing plants located in the States of Tamil Nadu and Karnataka.
3.	Shareholding, if any, in the entity with whom the agreement is executed;	The investments not exceeding Rs. 22,80,000/- for acquisition of 2,28,000 Equity Shares of Rs. 10/- each, representing 0.44% of the Equity Share capital of “AMPIN Energy C&I One Private Limited” for the state of Tamil Nadu and not exceeding Rs. 25,90,000/- for acquisition of 2,59,000 Equity Shares of Rs. 10/- each, representing 0.83% of the Equity Share capital of “AMPIN C&I Power Twelve Private Limited.
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.;	No special rights are contained in the agreements.
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”;	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable. The parties are issuing Equity Shares to the Company.
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.;	Not Applicable
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s);	Not Applicable