

Date: February 3, 2018

To,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex,
Bandra (E), Mumbai - 400 051.

Company Symbol: WINDMACHIN

Dear Sir,

Sub: Intimation about the Signing of Investment Agreement.

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 & (including all other applicable SEBI laws, rules, regulations and disclosures etc.) and further to the intimation made to the Stock Exchanges on November 10, 2017, we would like to inform that Windsor Machines Limited (the Company) has entered into an "Investment Agreement" on February 2, 2018 with R Cube Energy Storage Systems LLP (R Cube Energy) for making strategic investment to develop Energy Storage Solution Systems.

As per the Investment Agreement Windsor Machines Limited shall acquire 55% partnership interest in R Cube Energy. The Investment Agreement is subject to the approval of shareholders, through Postal Ballot process, to amend the main object clause of the Memorandum of Association of the Company.

The detail disclosure pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is enclosed herewith.

Thanking you,
Yours faithfully,

For WINDSOR MACHINES LIMITED



Priti Patel

Company Secretary & Compliance Officer



Disclosure pursuant to regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure requirements) Regulations, 2015.

Sr. No.	Particulars	Disclosure
1	Name of the target entity, details in brief such as size, turnover etc.	Windsor Machines Limited has signed an Investment Agreement with R Cube Energy Storage Systems LLP (R Cube Energy) on February 2, 2018. R Cube Energy is a Limited Liability Partnership firm engaged in research and development activities.
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 "arms length".	The said transaction is not a related party transaction and no promoter/promoter group company has any interest in R Cube Energy Storage Systems LLP.
3	Industry to which the entity being acquired belongs.	R Cube Energy Storage Systems LLP is engaged in the research and development of Energy Storage Solutions.
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)	Windsor Machines Limited found the Energy Storage Solutions, including Batteries, as an allied business activity field which can be combined with the existing business activities of the Company. The Company has initiated the process of recording the consent of Shareholders, through Postal Ballot process, to amend the main object clause of the Memorandum of Association to undertake the business activity of energy storage solutions.
5	Brief details of any governmental or regulatory approvals required for the acquisition.	The Company has initiated the process of recording the consent of shareholders, through postal ballot process, for alteration of Main Object Clause of Memorandum of Association through Postal Ballot procedure.



Sr. No.	Particulars	Disclosure
6	Indicative time period for completion of the acquisition.	As per Investment Agreement, Windsor Machines Limited shall be holding 55% partnership interest in R Cube Energy Storage Systems LLP. By June 30, 2018, tentatively, the said partnership interest shall be converted into shareholder's interest (either by converting LLP into a Company or through incorporation of a subsidiary company of Windsor Machines Limited) after following due procedure of Law.
7	Nature of consideration - whether cash consideration or share swap and details of the same.	The nature of consideration is cash consideration, which shall be in form of strategic investment of Rs. 5.5 Cr. to acquire 55% Partnership Interest in R Cube Energy Storage Systems LLP.
8	Cost of acquisition or the price at which the shares are acquired.	As per Investment Agreement, Windsor Machines Limited shall have strategic investment of Rs. 5.5 Cr. in R Cube Energy Storage Systems LLP to acquire 55% of Partnership Interest. The balance investment of Rs. 11 Cr. shall be made by the Company after the Conversion of the LLP.
9	Percentage of shareholding / control acquired and / or number of shares acquired.	As per Investment Agreement, Windsor Machines Limited will be owning 55% of Partnership Interest in R Cube Energy Storage Systems LLP.
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).	R Cube Energy Storage Systems LLP was incorporated on 15 th April, 2015 in Pune, India. It is engaged in the research and development of Energy Storage Solutions, including Battery.

