

ENCOMPASS

To,
The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor Plot No. C-1,
Block G Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Date: October 13, 2026

Company Symbol: ENCOMPAS; ISIN: INE433T01015

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 - Signing of Non-binding term sheet for proposed Acquisition of Ballr Apparels Private Limited

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable SEBI Master Circular dated January 30, 2026, we wish to inform you that Encompass Design India Limited ("the Company") has **executed an indicative and non-binding term sheet**, in connection with the proposed acquisition of 100% of the share capital of Ballr Apparels Private Limited, which operates under the brand name "Bummer".

The **non-binding term sheet** for the proposed acquisition envisages an aggregate consideration of ₹4,65,00,000/- , with the final transaction structure, including the consideration mechanism, subject to due diligence and the execution of definitive transaction agreements.

The details of the **non-binding term sheet** for the proposed acquisition as required under the applicable provisions of the Listing Regulations and the aforesaid SEBI Master Circular are enclosed herewith as *Annexure A*.

We request you to kindly take the above information on record.

For Encompass Design India Limited

AMIT

DALMIA

Digitally signed by
AMIT DALMIA
Date: 2026.10.13
19:32:24 +05'30'

Amit Rajendraprasad Dalmia
Chairman & Managing Director
DIN: 00210919

Encompass Design India Limited
Formerly Encompass Design India Private Limited
CIN NO: L74210MH2010PLC200672

Regd Off: A 101, Virwani Industrial Estate, Opp Western Express Highway, Goregaon (East), Mumbai 400063.
Email: -cs@encompass.co.in **Mobile No.:** -77389 88671
www.encompass.co.in

Corporate Office: 9th floor, Simba Towers, Vishweshwar Nagar, Goregaon (East), Mumbai 400063.

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Annexure-A

Details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	Name: Ballr Apparels Private Limited. CIN: U52322GJ2019PTC105947. Registered Office: 204, Dwarkesh Complex, Near Class Hotel, Navrangpura, Ahmedabad, Gujarat – 380009. Turnover: ₹8.23 crore as per the information provided. Profit After Tax: ₹(2.93) crore. Net Worth: ₹1.87 crore.
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”;	No, The acquisition does not fall within related-party transactions. The promoter/promoter group/group companies have no interest in the entity being acquired.
3	Industry to which the entity being acquired belongs;	Apparel / innerwear and loungewear retail
4	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.	Encompass Design India Limited proposes to acquire 100% of the share capital of Ballr Apparels Private Limited. The target sells innerwear and loungewear essential apparel products under the “Bummer” brand through its own website, online marketplaces and other channels. The acquisition consideration and final transaction structure remain subject to due diligence, definitive agreements and applicable approvals.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable

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6	Indicative time period for completion of the acquisition	Approximately six months, subject to due diligence, fulfilment of applicable conditions precedent, receipt of necessary approvals and execution of definitive transaction agreements.
7	Nature of consideration - Whether cash consideration or share swap or any other form and details of the same;	The aggregate proposed consideration is ₹4,65,00,000/- which will be a combination of Rs. 4,00,00,000 by way of share swap and cash consideration of Rs 65,00,000. This is subject to finalisation by the parties and execution of definitive transaction agreements post due diligence.
8	Cost of acquisition and/or the price at which the shares are acquired;	₹4,65,00,000/- (Rupees Four Crores Sixty-Five Lakhs Only), subject to the terms of the transaction and finalisation of definitive agreements.
9	Percentage of shareholding / control acquired and/or number of shares acquired;	100%
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);	Business: Sale of innerwear and loungewear essential apparel products under the “Bummer” brand through its own website, online marketplaces and other channels. Date of Incorporation: January 8, 2019. Turnover: FY 2025-26 - ₹ 8.23 Crore FY 2024-25 - ₹10.61 crore; FY 2023-24 - ₹9.24 crore; Country of Presence: India.