

INDGN/SE/2025-26/66

October 17, 2025

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, India. Scrip Code: 544172	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, India. Trading symbol: INDGN
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Dear Sir / Madam,

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

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby inform that the Company's wholly owned subsidiary, Indegene Ireland Limited has, on October 16, 2025 at 8:51 p.m. (GMT+1), signed a Share Purchase Agreement ("SPA") to acquire 100% equity shares in Warn And Co Limited ('Target Company').

The details required under Regulation 30 of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/ 2023/123 dated July 13, 2023, as amended, are provided below as Annexure.

The above information is being made available on the website of the Company at <https://www.indegene.com/>.

This is for your information and records.

Yours Sincerely,  
**For Indegene Limited**

**Srishti Ramesh Kaushik**  
Company Secretary and Compliance Officer



Indegene Limited

Third Floor, Aspen G-4 Block, Manyata Embassy  
Business Park (SEZ), Outer Ring Road, Nagawara, Bengaluru-  
560 045, Karnataka, India

Phone: +91 80 4674 4567, +91 80 4644 7777  
[www.indegene.com](http://www.indegene.com)

CIN: L73100KA1998PLC102040

## Annexure

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover etc.;	Warn and Co Limited (“Warn” or “Target Company”) is a UK-based company providing business transformation consulting solutions for its clients including Life Sciences companies.  Warn is incorporated in the United Kingdom. Warn reported revenue of GBP 2.5 million (unaudited) in its last financial year (1 May 2024 to 30 April 2025)
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 transaction does not fall within the related party transaction and no <del>promoter / promoter group /</del> group companies have any interest in the entity being acquired.
3.	Industry to which the entity being acquired belongs	Business Consulting.
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)	To further augment Indegene's capabilities and offerings in life sciences consulting business.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
6.	Indicative time period for completion of the acquisition	Expected to complete on or before 17 October 2025



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7.	Consideration – whether cash consideration or share swap or any other form and details of the same	All-cash transaction with deferred performance / milestone-based consideration.
8.	Cost of acquisition or the price at which the shares are acquired	Total purchase consideration amount not exceeding GBP 3 million subject to net working capital adjustments.
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)	<p>Warn is a company that provides transformational consulting solutions across change management, organisation design, solution design, etc. to its clients in the UK region.</p> <p>Date of incorporation: 10 May 2013</p> <p>The Target Company has followed the following periods for its financial reporting:  FY23: 14 months period from 1 March 2022 to 30 April 2023  FY24: 12 months period from 1 May 2023 to 30 April 2024  FY25: 12 months period from 1 May 2024 to 30 April 2025</p> <p>Accordingly, the reported turnover (unaudited) of the Target Company for the respective financial years are:  FY23: GBP 2.5 million  FY24: GBP 2.0 million  FY25: GBP 2.5 million</p>



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