



KALPATARU PROJECTS INTERNATIONAL LIMITED
(Formerly Kalpataru Power Transmission Limited)

KPIL/25-26
24th February, 2026

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 <u>Scrip Code: 522287</u>	National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block 'G', Bandra-Kurla Complex Bandra (E) Mumbai – 400 051 <u>Scrip Code: KPIL</u>
--	---

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

Respected Sir(s),

In accordance with Regulation 30 and other applicable provisions of LODR Regulations, as amended from time to time, we wish to inform that Kalpataru Projects International Limited (“**the Company**”) has on 23rd February, 2026 (at Kingdom of Saudi Arabia), entered into Share Sale, Exit, and Release Agreement to acquire balance 35% equity stake of Kalpataru IBN Omairah Company Limited (“**KIOCL**”) from joint venture partner namely, BIN Omairah Contracting Company Limited. Upon such acquisition, KIOCL will become a wholly owned subsidiary of the Company.

The intimation of entering into Share Sale, Exit, and Release Agreement was received on 24th February, 2026 at about 03:30 a.m. (IST).

The details 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 dated 30th January, 2026 are provided in ‘**Annexure A**’.

We request you to take the same on record.

Thanking you,

Yours faithfully,
For **Kalpataru Projects International Limited**

Shweta Girotra
Company Secretary

Encl.: As above

KALPATARU PROJECTS INTERNATIONAL LIMITED
(Formerly Kalpataru Power Transmission Limited)

Annexure A

SN	Particulars	Details
a.	Name of the target entity, details in brief such as size, turnover etc.	<p>Kalpataru IBN Omairah Company Limited ("KIOCL")</p> <p>Turnover for FY ended 31-03-2025: Approx. Saudi Arabian Riyal ("SAR") 90.79 Million (~USD 24.21 Million)*</p> <p>Profit/(Loss) after Tax for FY ended 31-03-2025: Approx. SAR (22.96) Million [~USD (6.12) Million]*</p> <p>Net worth as on 31-03-2025: Approx. SAR (53.94) Million [~USD (14.38) Million]*</p> <p><i>*Exchange rates used for conversion 1 USD = SAR 3.75</i></p>
b.	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"	<p>35% equity shares of KIOCL are being acquired from its existing shareholder, who is not related to the Company.</p> <p>The acquisition does not fall within related party transaction(s) and promoter/promoter group/group companies do not have any interest in the Target entity as the Company is acquiring remaining 35% equity stake from an unrelated party.</p>
c.	Industry to which the entity being acquired belongs	The line of business of the entity being acquired is very similar to the line of business of the Company i.e. EPC Company engaged in Power Transmission, Distribution and Substation works.
d.	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)	The equity stake of the Company in KIOCL will increase from existing 65% to 100%. Consequent thereto, KIOCL will become a wholly owned subsidiary of the Company. The acquisition will further strengthen the Company's presence in the Kingdom of Saudi Arabia market.
e.	Brief details of any governmental or regulatory approvals required for the acquisition	The share transfer requires customary approvals from Saudi Business Centre and other authorities in the Kingdom of Saudi Arabia.
f.	Indicative time period for completion of the acquisition	The acquisition of the balance 35% equity stake is expected to be completed on or before 31 st May, 2026.
g.	consideration – whether cash consideration or share swap or any other form and details of the same	Cash - payment through banking channels
h.	Cost of acquisition and / or the price at which the shares are acquired	The balance 35% equity stake is being acquired for an amount of SAR 10 Mn.
i.	Percentage of shareholding/control acquired and/or number of shares acquired	The Company will acquire 175 equity shares representing 35% equity stake of KIOCL.
j.	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>KIOCL was incorporated on 01st June, 2015 in the Kingdom of Saudi Arabia and is currently executing various projects of High Voltage Transmission line and Sub-Station in Saudi Arabia.</p> <p>Last 3 years Turnover of KIOCL is as under:</p>

KALPATARU PROJECTS INTERNATIONAL LIMITED
(Formerly Kalpataru Power Transmission Limited)

Year	Approx. Turnover (~SAR Million)	Approx. Turnover (~USD Million)*
FY 25	90.79	24.21
FY 24	268.25	71.53
FY 23	46.13	12.30

**Exchange rates used for conversion*
 1 USD = SAR 3.75 (FY25)
 1 USD = SAR 3.75 (FY24)
 1 USD = SAR 3.75 (FY23)