



KAY CEE ENERGY & INFRA LIMITED

(Formerly KAY CEE ENERGY & INFRA PRIVATE LIMITED)

REGD. OFFICE: G-249, INDRAPRASTHA INDUSTRIAL AREA, ROAD NO. 5, OPP. PASHAN
BHAWAN, TALWANDI, KOTA-324005, RAJASTHAN. CIN: U74900RJ2015PLC046976

Email: kaycee.energy.infra@gmail.com

(M): +91- 94141-88324

Email: info@kayceeenergy.in

Website: <https://kayceeenergy.com/>

Date: December 09, 2024

To,
The Manager,
Listing & Compliance Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra,
Mumbai – 400051.

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 30 of The Securities and Exchange Board of India (LODR) Regulations, 2015: Incorporation of a Joint Venture Company and execution of Joint Venture Agreement.

REF: SCRIP CODE: KCEIL

With regards to and in addition to the disclosure submitted by the company on November 13, 2024 in pursuance to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that a **Joint Venture Agreement** has been executed between Kay Cee Energy & Infra Limited (hereinafter as "KayCee") and Josts Engineering Company Limited (hereinafter as "Josts") on December 09, 2024 and the said **Joint Venture Company** with the name M/s. SURYAVAYU RENEWABLE AND ENERGY SOLUTIONS PRIVATE LIMITED [CIN: U26109RJ2024PTC098688] has also been incorporated vide Certificate of Incorporation received on December 09, 2024.

The disclosures pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as **Annexure A & B**.

Thank you for your continued support.

Thanking You,

For, KAY CEE ENERGY & INFRA LIMITED

LOKENDRA JAIN
Managing Director
DIN: 07071212

Date: December 09, 2024
Place: Kota, Rajasthan

Encl: Annexure A & B.



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Annexure-A

Information as required under the SEBI Master Circular No.

SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 are provided hereunder:

Acquisition (including agreement to acquire) - Incorporation of Joint Venture Company ("JVCo.") in India

Sr. No.	Particulars	Details
a	name of the target entity, details in brief such as size, turnover etc.;	Name of the Joint Venture Company: M/s. SURYAVAYU RENEWABLE AND ENERGY SOLUTIONS PRIVATE LIMITED Authorised Share Capital: Rs. 10,00,000/- Paid up share Capital: Rs. 5,00,000/- Turnover: The Joint Venture Company is incorporated on 9 th December, 2024 with Ministry of Corporate Affairs and is yet to commence its operations
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";	<ul style="list-style-type: none">- The investment/subscription to the share capital of the Joint Venture Company does not fall within the purview of Related Party Transaction for the Company.- Post investment by the Company, the Joint Venture Company will become an Associate of the Company and hence will become Related Party of the Company.- Except to the extent of the share capital to be held by the Company in the Joint Venture Company, the promoter/promoter group have no interest in the Joint Venture Company.
c	industry to which the entity being acquired belongs;	Energy
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 Joint Venture Company is being incorporated as a joint venture of the Company to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
e	brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable, The Joint Venture Company has been incorporated on 9 th December, 2024 vide Certificate of Incorporation issued by Ministry of Corporate Affairs with Kaycee being the promoter shareholder of 50% equity.



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f	indicative time period for completion of the acquisition;	Not Applicable, The Joint Venture Company has been incorporated on 9 th December, 2024.
g	consideration - whether cash consideration or share swap or any other form and details of the same;	The Joint Venture Company is incorporated with initial subscribed capital of Rs. 5,00,000/- (Rupees Five Lakhs). Out of which, the Company will pay subscription amount of Rs. 2,50,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company, by way of cash consideration.
h	cost of acquisition and/or the price at which the shares are acquired;	The Company will pay subscription amount of Rs. 2,50,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company (25,000 Equity shares of Rs. 10/- each)
i	percentage of shareholding / control acquired and / or number of shares acquired;	The Shareholding in the Joint Venture Company is as under: 1) KayCee - 50% of the Equity Share Capital 2) Josts - 50% of the Equity Share Capital The Joint Venture Company will be an Associate of the Company.
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);	M/s. Suryavayu Renewable and Energy Solutions Private Limited is incorporated on 9 th December, 2024 with Ministry of Corporate Affairs and is yet to commence its operations.



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Annexure-B

Information as required under the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 are provided hereunder:

Arrangements for strategic, technical, manufacturing, or marketing tie-up: Agreement/ joint venture (JV) with companies

Sr. No.	Particulars	Details
1	Name of the entity(ies) with whom agreement/ JV is signed	Joint Venture Agreement has been executed between Kay Cee Energy & Infra Limited, and Josts Engineering Company Limited.
2	Area of agreement/JV	The Joint Venture is formed to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
3	Domestic/international	The scope of the joint venture is for Domestic market.
4	Share exchange ratio / JV ratio	The Shareholding in the Joint Venture Company is as under: 1) KayCee - 25000 equity shares = 50% of the Equity Share Capital 2) Josts - 25000 equity shares = 50% of the Equity Share Capital
5	scope of business operation of agreement / JV;	The Joint Venture is formed in India to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
6	details of consideration paid / received in agreement / JV;	The Company will pay subscription amount of Rs. 2,50,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company (25,000 Equity shares of Rs. 10/- each) and further investment as required from time to time.
7	significant terms and conditions of agreement / JV in brief;	The broad terms of the Joint Venture Agreement would be as under: - The Board of Joint Venture shall have equal representation of both the entities i.e. will comprise of 2 nominee directors in total, 1 from the KayCee and 1 from Josts; - Several customary matters such as approval of budget and business plan of Joint Venture Company require an approval from both the entities.
8	whether the acquisition would fall within	- The investment/subscription to the share



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	related party transactions 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”;	capital of the Joint Venture Company does not fall within the purview of Related Party Transaction for the Company. - Post investment by the Company, the Joint Venture Company will become an Associate of the Company and hence will become Related Party of the Company. - Except to the extent of the share capital to be held by the Company in the Joint Venture Company, the promoter/promoter group have no interest in the Joint Venture Company.
9	size of the entity(ies);	The initial paid-up capital of the Joint Venture Company is INR 5,00,000/-, however the said Joint Venture Company is yet to commence its operations.
10	rationale and benefit expected.	The Joint Venture Company is incorporated as a joint venture of KayCee and Josts to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.