



KEC INTERNATIONAL LTD.
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December 30, 2024

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

Symbol: KEC

Scrip Code: 532714

Dear Sir/ Madam,

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.r.t. Investment in Subsidiaries of the Company

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we wish to inform that the Finance Committee of KEC International Limited (“Company”), at its meeting held today i.e. on December 30, 2024, has approved the investment in subsidiaries of the Company, as under:

1. Investment in the equity shares of KEC Asian Cables Limited, up to an amount not exceeding Rs. 118.75 Crore (Rupees One Hundred Eighteen Crore and Seventy-Five Lakh only), by way of subscribing to the rights issue in one or more tranches.
2. Investment in the equity shares of KEC Power India Private Limited, up to an amount not exceeding Rs. 6.25 Crore (Rupees Six Crore and Twenty-Five Lakh only), by way of subscribing to the rights issue in one or more tranches.

The details/disclosures, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as Annexure A and B, respectively.

The meeting of the Finance Committee commenced at 9:30 a.m. and concluded at 10:30 a.m.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For KEC International Limited

Suraj Eksambekar
Company Secretary & Compliance Officer

Encl: as above



Annexure A

Required disclosure in respect of Investment in KEC Asian Cables Limited, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>KEC Asian Cables Limited (“KACL”), is engaged in the business of manufacturing all types of powers cables, solar cables, aluminum conductors and fibre optic cables.</p> <p>Authorized capital: Rs. 10,00,00,000/- (Rupees Ten Crore only)</p> <p>Subscribed capital: Rs. 10,00,000/- (Rupees Ten Lakh only), subscribed as under –</p> <ul style="list-style-type: none">- KEC International Limited (“Company”), along with 5 nominees: Rs. 9,50,000/- (Rupees Nine Lakh Fifty Thousand only)- KEC Power India Private Limited (Wholly owned subsidiary of the Company): Rs. 50,000/- (Rupees Fifty Thousand only). <p>As KACL was incorporated on October 01, 2024, it did not have any revenue in FY24.</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>KACL, being a subsidiary, is a related party of the Company. The transaction falls within the ambit of related party transactions and is at arms’ length.</p> <p>Save and except what is mentioned above, the promoter/promoter group/group companies of the Company have no interest in the transaction.</p>
c)	Industry to which the entity being acquired belongs	Business of manufacturing of all types of powers cables, solar cables, aluminum conductors and fibre optic cables.
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)	Proceeds from the further issue of shares will be utilized by KACL for acquisition of Cables business of the Company, on a going concern basis, by means of slump sale.
e)	brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
f)	indicative time period for completion of the acquisition	Investment will be made on or before December 31, 2024
g)	consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration

Sr. No.	Particulars	Details												
h)	cost of acquisition and/or the price at which the shares are acquired	The Company proposes to acquire upto 47,50,000 equity shares, having face value of Rs. 10/- each, at a price of Rs. 250 per share (including premium of Rs. 240 per share), for an aggregate amount of upto Rs. 118.75 Crore.												
i)	percentage of shareholding / control acquired and / or number of shares acquired	<p>Details of current and post-acquisition shareholding of the Company (along with its 5 nominees), are as under:</p> <table border="1" data-bbox="863 645 1441 815"> <thead> <tr> <th colspan="2" data-bbox="863 645 1150 712">Current</th> <th colspan="2" data-bbox="1150 645 1441 712">Post-acquisition (Proposed)</th> </tr> <tr> <th data-bbox="863 712 1007 779">No. of shares</th> <th data-bbox="1007 712 1150 779">%</th> <th data-bbox="1150 712 1294 779">No. of shares</th> <th data-bbox="1294 712 1441 779">%</th> </tr> </thead> <tbody> <tr> <td data-bbox="863 779 1007 815">95,000</td> <td data-bbox="1007 779 1150 815">95</td> <td data-bbox="1150 779 1294 815">48,45,000</td> <td data-bbox="1294 779 1441 815">95</td> </tr> </tbody> </table> <p>Since the shares are being offered by KACL under rights issue, to all its existing shareholders in proportion to the paid-up share capital held by them, there is no change expected in the shareholding of the Company in KACL.</p>	Current		Post-acquisition (Proposed)		No. of shares	%	No. of shares	%	95,000	95	48,45,000	95
Current		Post-acquisition (Proposed)												
No. of shares	%	No. of shares	%											
95,000	95	48,45,000	95											
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>KEC Asian Cables Limited (“KACL”), is a public company, incorporated on October 01, 2024, under the provisions of the Companies Act, 2013, under the corporate identification number U27320MH2024PLC432988, having its registered office in the State of Maharashtra. Its main object <i>inter-alia</i> is to carry out the business of manufacturing all types of powers cables, solar cables, aluminum conductors and fibre optic cables.</p> <p>Turnover: Not applicable</p>												



Annexure B

Required disclosure in respect of Investment in KEC Power India Private Limited, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>KEC Power India Private Limited (“KEC Power”), is a wholly owned subsidiary of the Company.</p> <p>Authorized capital: Rs. 50,00,000/- (Rupees Fifty Lakh only)</p> <p>Subscribed capital: Rs. 22,10,220/- (Rupees Twenty-Two Lakh Ten Thousand Two Hundred and Twenty only), subscribed by KEC International Limited (“Company”), along with its sole nominee.</p> <p>Turnover in FY24: NIL</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>KEC Power, being a wholly owned subsidiary, is a related party of the Company. The transaction falls within the ambit of related party transactions and is at arms’ length.</p> <p>Save and except what is mentioned above, the promoter/promoter group/group companies of the Company have no interest in the transaction.</p>
c)	Industry to which the entity being acquired belongs	Power Transmission & Distribution
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)	Proceeds from the further issue of shares will be utilized by KEC Power for further investment in KEC Asian Cables Limited, one of the fellow subsidiaries of KEC Power.
e)	brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
f)	indicative time period for completion of the acquisition	Investment will be made on or before December 31, 2024
g)	consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
h)	cost of acquisition and/or the price at which the shares are acquired	The Company proposes to acquire upto 2,50,000 equity shares, having face value of Rs. 10/- each, at a price of Rs. 250 per share (including premium of Rs. 240 per share), for an aggregate amount of up to Rs. 6.25 Crore.

Sr. No.	Particulars	Details															
i)	percentage of shareholding / control acquired and / or number of shares acquired	Details of current and post-acquisition shareholding of the Company (along with its nominee), are as under: <table border="1" data-bbox="847 443 1430 613"> <thead> <tr> <th colspan="2" data-bbox="847 443 1134 510">Current</th> <th colspan="2" data-bbox="1134 443 1430 510">Post-acquisition (Proposed)</th> </tr> <tr> <th data-bbox="847 510 983 577">No. of shares</th> <th data-bbox="983 510 1134 577">%</th> <th data-bbox="1134 510 1286 577">No. of shares</th> <th data-bbox="1286 510 1430 577">%</th> </tr> </thead> <tbody> <tr> <td data-bbox="847 577 983 613">2,21,022</td> <td data-bbox="983 577 1134 613">100</td> <td data-bbox="1134 577 1286 613">4,71,022</td> <td data-bbox="1286 577 1430 613">100</td> </tr> </tbody> </table>				Current		Post-acquisition (Proposed)		No. of shares	%	No. of shares	%	2,21,022	100	4,71,022	100
Current		Post-acquisition (Proposed)															
No. of shares	%	No. of shares	%														
2,21,022	100	4,71,022	100														
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)	KEC Power India Private Limited, a private limited company, incorporated on March 05, 2008, having corporate identification number U40102MH2008PTC179720, has its registered office in the State of Maharashtra. Turnover for past 3 financial years: NIL															