

Ref no.- KTSL/2025-2026/070

To

The General Manager, Listing Department, <b>BSE Limited,</b> 1st Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, <b>National Stock Exchange of India Ltd,</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
<b>Scrip Code: 519602</b>	<b>Symbol: KELLTONTEC</b>

**Subject: Outcome of the Board Meeting**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) the Board of Directors of Kellton Tech Solutions Limited (“**Company**”), at its meeting held today *i.e.*, November 27, 2025 has, inter alia, considered and approved the;

***“Acquisition of Kumori Technologies Services Private Limited (“Kumori”) by way of subscription to its equity shares, for an aggregate consideration of up to ₹52.50 crore (Rupees Fifty-Two Crores and Fifty Lakhs only), in one or more tranches. Upon completion of the investment, the Company will hold 100% of the paid-up share capital of Kumori, and consequently, Kumori will become a Wholly Owned Subsidiary of the Company.”***

**About Kumori**

**Kumori Technologies** is a ServiceNow focused IT services firm established in 2018, delivering consulting, implementation, optimization, and managed services across ITSM, ITOM, HR, Security Operations, and workflow automation, with complementary capabilities in cloud, DevOps, and integrations.

The company operates from Bangalore with presence in Jaipur, has executed complex European implementations, and is listed in the ServiceNow partner ecosystem with a strong customer satisfaction profile and case references.

The Board Meeting commenced at **10.00 A.M. (IST)** and concluded at **10.50 P.M.(IST)**

This is for your information and record

Thanking You,

**For and on behalf of  
Kellton Tech Solutions Limited**

**Rahul Jain  
Company Secretary & Compliance Officer  
ICSI M. No: ACS62949**

**Details required under 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**

1. Name of the target entity, details in brief such as size, turnover, etc.	<b>Kumori Technologies Services Private Limited</b> (hereinafter referred as “ <b>Kumori</b> ”), having registered office at E-182,183, Vaishali Nagar, Jaipur, JAIPUR, Rajasthan, India, 302021
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”	The said acquisition does not fall under Related Party Transaction,
3. Industry to which the entity being acquired belongs	Target Company operates in the IT services and consulting industry
4. Objects and impact of acquisition (including reasons if the business is outside the main line of business of the listed entity)	Strengthen the Company’s platform-led digital transformation capabilities by acquiring a <b>Service Now</b> focused partner to accelerate high-margin consulting, implementation, and managed services, expand geographic reach, and deepen enterprise accounts through workflow automation and AI-driven integrations.
5. Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6. Indicative time period for completion of the acquisition	<b>Total Acquisition Cost – Rs.52.50 Cr (Approx)</b> a. <b>Up Front payment:</b> The initial payment Rs.26.50 Cr (Approx) of the strategic investment shall be completed on or before <b>Q3 of the Financial Year 2025–26</b> .  b. <b>Earn-Out Payments:</b> The Company shall subsequently pay the earn-out consideration of Rs.26 Cr based on the performance of the Target Company during the Three (3) financial years following the initial acquisition, in accordance with the mutually agreed performance metrics.
7. Consideration – whether cash consideration or share swap or any other form and details of the same	Cash consideration
8. Cost of acquisition and/or the price at which the shares are acquired Price per share/security Aggregate consideration (maximum)	<b>The Acquisition of strategic investment is Rs.52.50 Crore Approx.</b> (Rupees Fifty-Two Crores and Fifty Lakhs only)
9. Percentage of shareholding/control acquired and/or number of shares acquired	<b>100%</b> , pursuant to this acquisition, the Kumori will become <b>Wholly Owned Subsidiary (WOS)</b> of the <b>Company</b>

**Kellton Tech Solutions Ltd.**, CIN: L72200TG1993PLC016819

**Regd. Office:** Plot No. 1367, Road No. 45, Jubilee Hills, Hyderabad-500033, Telangana, India

Tel: +91-40-44333000 Email: info@kellton.com Website: www.kellton.com

Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India Tel: +91-124-4698900

10. Brief background about the entity acquired (products/line of business acquired, date of incorporation, history of last 3 years' turnover, country in which the entity has presence, and any other significant information)					
<b>Brief Background</b>		<p>The company began by focusing on challenging implementations of the ServiceNow platform in the IT Service Management (ITSM) domain, especially for clients in Europe.</p> <p>Over time, it expanded its service offering into cloud computing solutions, DevOps, managed services, and broader digital-transformation engagements.</p> <p><b>Locations:</b> Bengaluru (Karnataka), Jaipur (Rajasthan).</p> <p>Recognized as an emerging player in the Indian IT services ecosystem, the company won the "India 500 Most Promising IT Company 2023" award.</p>			
<b>Product Line of the Business</b>		<p>ServiceNow Managed Services &amp; Continuous Value Realization</p> <ul style="list-style-type: none"> <li>Post-implementation ownership including administration, enhancements, platform performance, and long-term value assurance.</li> </ul> <p>Cloud &amp; DevOps Enablement Anchored to ServiceNow</p> <ul style="list-style-type: none"> <li>Cloud strategy, migrations, infrastructure optimization, CI/CD automation and DevOps execution aligned to accelerate ServiceNow-powered delivery.</li> </ul> <p>ServiceNow-Driven Workflow &amp; Operational Transformation</p> <ul style="list-style-type: none"> <li>End-to-end workflow modernization, digital operations, and industry-aligned solutions for Financial Services, Healthcare, Manufacturing &amp; TMT.</li> </ul>			
<b>Date of Incorporation</b>		April 06, 2018			
<b>Country in which the entity has presence</b>		India			
<b>Consolidated Turnover for Last 3 Financial Years</b>		<b>Revenue</b>	<b>FY23</b>	<b>FY24</b>	<b>FY25</b>
		<b>Rs. In Cr</b>	15.90	16.24	18.56