



Date: 16th April, 2026

To The General Manager Department of Corporate Services BSE Ltd, P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip code: 532407	To The Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai – 400 051 Scrip Symbol: MOSCHIP
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Dear Sir/Madam,

Sub: Submission of a copy of press release on acquisition of 73% equity capital of Vayavya Labs Private Limited

With reference to the subject cited above, please find attached a copy of the press release on Acquisition of 73% of the share capital of Vayavya Labs Private Limited (“VLPL”) from its existing shareholders for a total consideration of ₹ 245.49 crores under the Share Purchase Agreement (“SPA”), comprising ₹ 148.52 crores in cash and ₹ 96.97 crores through issuance of swap shares.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

For MosChip Technologies Limited,

CS Suresh Bachalakura
Company Secretary

MosChip Technologies Limited – Acquisition of Vayavya Labs

Overview

MosChip Technologies Limited has, pursuant to the approval of its Board of Directors at the meeting held on 16 April 2026, proposed to **acquire a 73% controlling stake in Vayavya Labs Private Limited (“Vayavya Labs”)**, subject to receipt of all requisite statutory, regulatory and other approvals, marking a significant step in MosChip’s strategy to scale its software-led Product Engineering Solutions business.

73% of shareholding is being acquired at a consideration of Rs 245.49 crores for which the payment structure is as follows:

- 60.50% to be paid through cash generated through internal accruals.
- 39.50% to be paid through share-swap.

The remaining shareholding (27%) will be acquired after 31 March 2028, and the valuation will be linked to Vayavya Labs’ business performance.

Vayavya Labs was incorporated in 2006 and headquartered at Belgavi, has built a strong reputation as a high-quality “Silicon-to-System” engineering partner across industries such as Semiconductors, Consumer Electronics (CE), Automotive, Electronic Design Automation (EDA), Communications and Connectivity. The company operates delivery centers in **Belagavi & Bengaluru**.

Post this acquisition, MosChip will have an **overall headcount of more than 2,000 employees**, strengthening its scale, and execution capacity.

With this proposed acquisition, MosChip will have the following synergies.

1) **Delivery and Engagement footprint across six strategic locations**

Ahmedabad, Belagavi, Bengaluru, Hyderabad, Pune, and Silicon Valley (USA) – further strengthening MosChip’s ability to serve global customers.

2) **Market Positioning**

Vayavya Labs serves a global customer base that includes Tier-1 Semiconductor companies, Consumer Electronics (CE), Mobility/Automotive Communication & Connectivity. With development centers in India (**Bengaluru and Belagavi**) and a presence in key international markets such as the **United States, Europe, Israel, and Japan**, the company delivers end-to-end engineering solutions and collaborates closely with clients on next-generation technologies. This acquisition also propels MosChip in its “Beyond Tier-1 cities” initiative of delivering Technology led solutions and services from Tier-2 cities.

MosChip Technologies Limited – Acquisition of Vayavya Labs

3) Business and Capability Profile

Vayavya Labs' core strength lies in its expertise in embedded software & systems, virtualization (Digital Twins), and verification & validation technologies. Vayavya Labs is recognized as a pioneer in Hardware-Software Interface (HSI®) methodologies, enabling seamless integration between hardware and software layers. Its offerings include digital twin and virtual ECU solutions, software-driven verification, ADAS (Advanced Driver Assistance Systems) validation, and automotive functional safety solutions. These capabilities not only help clients accelerate product development cycles, improve system reliability, and reduce time-to-market but also strengthen MosChip's end-to-end engineering offering spanning silicon, embedded software, system validation, and platform integration.

4) Technology Capabilities

Vayavya Labs holds **9 granted patents** and actively **drives key industry standards** in the **Semiconductor** and **Automotive** verticals.

5) Revenue Upside

The acquisition creates **an excellent cross-sell** and **up-sell opportunities**, enabling:

- Embedded and automotive software Solutions to be offered to MosChip's existing customers.
- Introduction of MosChip's Silicon, IP, and System Design capabilities into Vayavya Labs' Customer base

Together, this enhances wallet share, deepens customer relationships, and supports longer-term revenue growth.

Strong Financial Performance and Growth

Vayavya Labs is an **EBITDA-accretive business** with a consistent operating track record. Over the **last five years**, the company has delivered a very healthy **revenue growth**, reflecting sustained demand across its core Automotive and Semiconductor software engineering segments. For the FY 2025-26 Vayavya's Forex revenue outpaced the INR revenue marking a significant growth opportunity that lie ahead in Global Markets.

Vayavya Labs delivery model is characterized by a **significant share of turnkey** and **fixed-price contracts**, particularly in complex and long-duration engineering programs. This approach strengthens customer retention, recurring revenue streams and sustainable operating margins.

MosChip Technologies Limited – Acquisition of Vayavya Labs

People, Culture, and Leadership Strength

Vayavya Labs' workforce has an average age of approximately 29 years, broadly in line with MosChip's workforce profile, providing a young, skilled, and future-ready talent base with strong cultural alignment. Women employees constitute approximately 28% of the workforce, reflecting a diverse and inclusive organizational culture.

Vayavya Labs is led by experienced promoters and a seasoned leadership team who have successfully built and scaled the business since its inception. As part of the transaction, Majority of the promoters will continue to actively run and manage the business over the next few years, ensuring leadership continuity, preservation of historical knowledge, and reduced execution risk during integration.

Engineers are hired directly from colleges in North Karnataka, South Maharashtra, Pune, Goa, and Western Coastal belt etc., supported by a structured training program aligned with MosChip's MAST (MosChip Academy of Silicon Systems & Technologies Private Limited) initiatives.

Strategic Fit for MosChip

This acquisition:

- Significantly strengthens MosChip's **software-led engineering capabilities**
- Helps **Top-line growth** and **EBITDA**
- Further helps the company **move up the value chain** in Product Engineering Solutions
- Geographical expansion and diversification in Business development and Engineering

Vayavya Labs' acquisition will be **value accretive**, supporting MosChip's long-term objective of building a **scalable, differentiated, and margin-resilient Product Engineering Business**.