

Prozone Realty Limited

Dated: 16th March 2026

National Stock Exchange of India Limited

Exchange Plaza

Bandra - Kurla Complex, Bandra (E)

Mumbai - 400051

Scrip Code: PROZONER

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai - 400001

Scrip Code: 534675

Subject: Intimation u/r 30 of SEBI (LODR) Regulations, 2015- Acquisition of equity shares of material subsidiaries directly and/ or indirectly through its wholly owned subsidiary Company

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in line with the disclosure requirements prescribed vide SEBI circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023, and as amended from time to time, please take note that the Board of Directors of Prozone Realty Limited ('PRL' or 'Company' or 'Transferee Company') at its meeting held today i.e., on 16th March 2026 has, inter alia, considered and approved the acquisition of equity shares of material subsidiaries i.e., 38.50% of M/s Hagwood Commercial Developers Private Limited ('Hagwood') from the other selling shareholders i.e., M/s Triangle Real Estate India Investments Ltd. ('TREIIL') and M/s Pearlscope Ltd. ('Pearlscope'), collectively referred to as 'Transferor Companies', on such terms and conditions as enumerated in the Share Purchase Agreement ('SPA') executed between the Company, TREIIL, Pearlscope and Hagwood.

Further Kruti Realtors and Developers Private Limited ('Kruti'), a wholly owned subsidiary of the Company, considered and approved the acquisition of following companies:

- 38.50% equity shareholding of Alliance Mall Developers Co. Pvt. Ltd. ('Alliance') from the other selling shareholders i.e., M/s Triangle Real Estate India Holdings Ltd. ('TREIHL') and M/s Pearlscope Ltd.
- 65.29% equity shareholding of Empire Mall Private Limited ('Empire') from the other selling shareholders i.e., M/s Triangle Real Estate India Projects Ltd., M/s Pearlscope Ltd. and M/s Nailsfield Ltd.

on such terms and conditions as enumerated in the Share Purchase Agreement ('SPA') executed between the Company, Alliance, Triangle and Pearlscope and between the Kruti, Empire, Triangle, Pearlscope and Nailsfield respectively.

Further, please be informed that post acquisition of shares as stated above, the Company and/or its wholly owned subsidiaries would become 100% shareholders of Empire Mall Private Limited (Aurangabad), Alliance Mall Developers Co. Private Limited (Coimbatore) and Hagwood Commercial Developers Private Limited (Nagpur).



PROZONE REALTY LIMITED

Regd. Office : Unit-A, 2nd Floor, South Tower, Hotel Sahara Star, Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099
CIN: L45200MH2007PLC174147 | T: +91 22 6823 9000/ 9001

Email: investorservice@prozonerealty.com | Website: www.prozonerealty.com

Prozone Realty Limited

Further, the details as required to be disclosed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023, and as amended from time to time, are given in Annexure I, attached herewith.

The said meeting of Board of Directors of the Company was started at 3.30 p.m. and concluded at 6:30 pm.

This information is being circulated in compliance with provision of regulation 30 of the SEBI (LODR) Regulations 2015.

Kindly take the same on your record and oblige.

Thanking you,
For Prozone Realty Limited



Ajayendra P. Jain
CS and Chief Compliance Officer
Encl. as above



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Annexure I - Disclosures in terms of Regulation 30 of Listing Regulations read with SEBI circular on Continuous Disclosure Requirements

No.	Particulars	Hagwood	Alliance	Empire
1.	Name of the target entity, details in brief such as size, turnover etc.;	Hagwood Commercial Developers Private Limited Paid-up Share capital - INR 1,541.50 lakhs Turnover - INR 5,444.35 lakhs	Alliance Mall Developers Co. Private Limited Paid-up Share capital - INR 443.7184 lakhs Turnover - INR 5,927.23 lakhs	Empire Mall Private Limited Paid-up Share capital - INR 13,602.25 Lakhs Turnover - INR 6,271.36 lakhs
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"	No, the acquisitions will not be considered as related party transaction. None of the promoters/ promoter group/ group companies are interested in the entity being acquired.	No, the acquisitions will not be considered as a related party transaction. None of the promoters/ promoter group/ group companies are interested in the entity being acquired.	No, the acquisitions will not be considered as a related party transaction. None of the promoters/ promoter group/ group companies are interested in the entity being acquired.
3.	Industry to which the entity being acquired belongs;	Developing, owning and operating of shopping mall, residential and commercial premises	Developing, owning and operating of shopping mall, residential and commercial premises	Developing, owning and operating of shopping mall and commercial premises



No.	Particulars	Hagwood	Alliance	Empire
4.	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 acquisitions are being undertaken to increase and consolidate the Company's ownership in the target entity and provide exit to the foreign shareholders. Hagwood is the similar line of business as the Company.	The acquisitions are being undertaken to increase and consolidate the Company's ownership in the target entity through its wholly owned subsidiary and provide exit to the foreign shareholders. Alliance is the similar line of business as the Company.	The acquisition is being undertaken to increase and consolidate the Company's ownership in the target entity through its wholly owned subsidiary and provide exit to the foreign shareholders. Empire is the similar line of business as the Company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable	Not Applicable	Not Applicable
6.	Indicative time period for completion of the acquisition	Within 45 days of passing the Board Resolution approving the acquisition.	Within 45 days of passing the Board Resolution approving the acquisition.	Within 45 days of passing the Board Resolution approving the acquisition.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration	Cash consideration	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	59,34,782 equity shares are being acquired at USD 5,554,970.	14,43,050 equity shares at USD 9,908, 404.	8,88,13,120 equity shares at USD 16,681,384.
9.	Percentage of shareholding / control acquired and / or number of shares acquired	59,34,782 equity shares representing 38.5% of the paid-up share capital of the Hagwood.	14,43,050 equity shares representing 38.5% of the paid-up share capital of the Alliance.	8,88,13,120 representing 65.29% of the paid-up share capital of the Empire.

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No.	Particulars	Hagwood	Alliance	Empire																								
10.	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>Hagwood is a private limited company incorporated on August 26, 2006, under the Companies Act, 1956.</p> <p>Hagwood is engaged in the business of developing, owning and operating of residential and commercial premises.</p> <p>The Turnover of Hagwood for last 3 years is given below:</p> <table border="1"> <thead> <tr> <th>Year</th> <th>Turnover (INR In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>FY 2024-25</td> <td>5,444.35</td> </tr> <tr> <td>FY 2023-24</td> <td>6,576.20</td> </tr> <tr> <td>FY 2022-23</td> <td>5,997.47</td> </tr> </tbody> </table> <p>Country of presence of the Company: India</p>	Year	Turnover (INR In Lakhs)	FY 2024-25	5,444.35	FY 2023-24	6,576.20	FY 2022-23	5,997.47	<p>Alliance is a private limited company incorporated on August 31, 2007, under the Companies Act, 1956.</p> <p>Alliance is engaged in the business of developing, owning and operating of shopping malls, residential and commercial premises.</p> <p>The Turnover of Alliance for last 3 years is given below:</p> <table border="1"> <thead> <tr> <th>Year</th> <th>Turnover (INR In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>FY 2024-25</td> <td>5,927.23</td> </tr> <tr> <td>FY 2023-24</td> <td>5,794.24</td> </tr> <tr> <td>FY 2022-23</td> <td>5,218.45</td> </tr> </tbody> </table> <p>Country of presence of the Company: India</p>	Year	Turnover (INR In Lakhs)	FY 2024-25	5,927.23	FY 2023-24	5,794.24	FY 2022-23	5,218.45	<p>Empire is a private limited company incorporated on February 8, 2006, under the Companies Act, 1956.</p> <p>Empire is engaged in the business of developing, owning and operating of shopping malls, residential and commercial premises.</p> <p>The Turnover of Empire for last 3 years is given below:</p> <table border="1"> <thead> <tr> <th>Year</th> <th>Turnover (INR In Lakhs)</th> </tr> </thead> <tbody> <tr> <td>FY 2024-25</td> <td>6,271.36</td> </tr> <tr> <td>FY 2023-24</td> <td>5,810.60</td> </tr> <tr> <td>FY 2022-23</td> <td>5,803.18</td> </tr> </tbody> </table> <p>Country of presence of the Company: India</p>	Year	Turnover (INR In Lakhs)	FY 2024-25	6,271.36	FY 2023-24	5,810.60	FY 2022-23	5,803.18
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