



Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

28th November 2025

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 544066

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Bandra(E), Mumbai 400 051
Scrip Code: SUNCLAY

Dear Sir / Madam,

Subject : Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) 2015 ("Listing Regulations")

With reference to the captioned subject and pursuant to Regulation 30 of Listing Regulations, we wish to inform that the Company has acquired 11.63% of the equity share capital of Navia Two Power Private Limited ("**Navia**") for a total consideration of Rs. 1,16,280/- (Indian Rupees One Lakh Sixteen Thousand Two Hundred Eighty Only).

Navia is special-purpose vehicle for the purpose of owning and operating a Captive Power Plant, in terms of the regulatory requirement for captive power consumption under electricity laws.

The relevant particulars of the transaction as required under the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are provided in **Annexure I** hereto.

We request you to kindly take this on record.

Date and time of occurrence of event: 27th November 2025 at 11:30 a.m. (IST)

Thanking you,

Yours faithfully,
For **Sundaram Clayton Limited**

P D Dev Kishan
Company Secretary
Encl.: As above



Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

Annexure 1

Disclosure for acquisition of shares (including agreement to acquire)

Sl.No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.,	<p><u>Name of Target:</u> Navia Two Power Private Limited ("Navia")</p> <p><u>Details of Target:</u> Navia Two Power Private Limited, a private limited company, incorporated under the Companies Act, 2013, with CIN: U35106HR2024PTC124127, having its registered office at 3rd Floor, Tower 10B, DLF Cyber City, DLF QE, Gurgaon, Haryana – 122002. Navia is a Special Purpose Vehicle of Zelestra Group. Navia is engaged in the business of Electric power generation using other non-conventional sources and sale.</p> <p>Navia was incorporated on 12 August 2024 and has yet to commence its operations.</p>
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
3.	Industry to which the entity being acquired belongs.	Renewable energy
4.	Objects and effects 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)	To comply with regulatory requirement for captive power consumption under Indian Electricity laws.



Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

Sl.No.	Particulars	Details
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6.	Indicative time period for completion of the acquisition	27 th November 2025
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration
8.	Cost of acquisition or the price at which the shares are acquired	Rs. 1.16 Lakh for the acquisition of 11,628 equity shares of Rs. 10 each.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	11.63 %
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>Navia is an Indian company, incorporated on 12th August 2024 which is engaged in the business of generation of power and sale.</p> <p>Market Presence: India</p> <p>Turnover for the last 3 years:</p> <p>2024-25: Nil 2023-24: NA 2022-23: NA</p>

oOo