

KIRAN VYAPAR
LIMITED

07.03.2024

To
The Corporate Relationship Department
BSE Limited
25th Floor, Phiroz Jeejeebhoy Towers,
Fort, Dalal Street
Mumbai – 400 001

Company Code: 537750

Sub: Intimation under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company in its meeting held today i.e. 7th March, 2024, has agreed to acquire 100% of the equity shareholding in Peepul Tree Capital Pte. Ltd. ("PTCPL") a private limited company incorporated in Singapore, from River Valley Asset Management Pte. Ltd ("RVAMPL"), a private limited company incorporated in Singapore and subsequently to make further subscription for a total consideration (i.e. towards acquisition and/or further subscription) not exceeding Rs. 100 crores (Indian Rupees One Hundred Crores), subject to necessary regulatory approvals including approval from the Reserve Bank of India and completion of customary conditions in terms of a Share Purchase Agreement(SPA) between the Company and RVAMPL and Share Subscription Agreement(SSA) between the Company and PTCPL.

Disclosure in terms of Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 dated 13th July, 2023 is attached as Annexure A.

The meeting was commenced at 3.00 P.M. and concluded at 5:15 P.M.

Kindly take the same on record.

Thanking You,

For Kiran Vyapar Limited

(Pradip Kumar Ojha)
Company Secretary

L N B A N G U R G R O U P O F C O M P A N I E S

email: kvl@lnbgroup.com



CORPORATE ADDRESS

'Athiva', Plot No. C2, Sector - III, HUDA Techno Enclave,
Madhapur, Hyderabad - 500081, Telangana, India L: +91 40 69282828

REGISTERED OFFICE

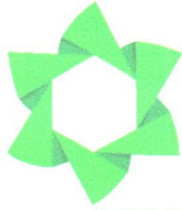
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Annexure – A

	<u>Particulars</u>	<u>Details</u>
1.	Name of the target entity, details in brief such as size, turnover etc.;	Peepul Tree Capital Pte. Ltd., Singapore (“PTCPL”), is a wholly owned subsidiary of River Valley Asset Management Pte Ltd, Singapore. The paid-up share capital of PTCPL is US \$100 (One Hundred US Dollars). Turnover- Nil.
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 “arms length”;	The Proposed Acquisition does not fall within the purview of a related party transaction and the Promoter / Promoter Group of the Company are not interested in PTCPL. Post-Acquisition, PTCPL will become Wholly Owned Subsidiary of the Company and further Subscription/Investment in PTCPL will be exempted related party transaction u/r 23(5) of the SEBI (LODR) Regulations, 2015.
3.	Industry to which the entity being acquired belongs;	Financial Services Sector
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 Company is registered as a Non-Banking Financial Company - Systemically Important Non-Deposit taking (NBFC-NDSI) Company registered with the Reserve Bank of India. The Company is looking to expand and carry out financial services activities outside India through a registered and regulated entity in the financial services sector in Singapore. The acquisition is of strategic nature and will help the Company to enhance its business globally.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Yes, the said acquisition and further investment/subscription would be subject to prior approval of Reserve Bank of India and/or such other concerned authority required pursuant to applicable laws.
6.	Indicative time period for completion of the acquisition;	Completion of the acquisition and further investment /subscription would be subject to prior approval of Reserve Bank of India and/or such other concerned authority required pursuant to applicable laws and completion of customary conditions precedent as specified in the Share Purchase Agreement (SPA) between the Company and RVAMPL and Share Subscription Agreement (SSA) between the Company and PTCPL.

LN BANGUR GROUP OF COMPANIES

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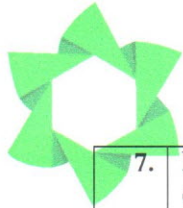
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7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
8.	Cost of acquisition or the price at which the shares are acquired;	The investment by way of acquisition, and subsequently further investment/subscription, by the Company in PTCPL shall not exceed Rs. 100 crores (Indian Rupees One Hundred Crores) subject to a price per share not exceeding the arm's length price as per any internationally accepted pricing methodology for valuation of shares of PTCPL as per the valuation report to be obtained from a Merchant Banker.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	The Company would acquire 100% of the equity share capital of PTCPL.
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>PTCPL was incorporated in Singapore on 18 January 2024 under the Singapore Companies Act 1967 as a private limited company with Accounting and Corporate Regulatory Authority ('ACRA') and also registered with the Monetary Authority of Singapore ("MAS") as a restricted collective investment scheme ("Restricted CIS").</p> <p>PTCPL is authorised to and proposes to carry out financial services activities in Singapore which inter alia includes investment in diversified portfolio of assets to achieve appreciation of the assets and/or provide income/dividend distribution to the Shareholders.</p> <p>Country in which the acquired entity has presence - Singapore</p> <p><u>Turnover of last 3 years: N.A.</u></p> <p>PTCPL was incorporated on 18 January 2024.</p>

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