

KIRAN VYAPAR
LIMITED

Date: 25th April, 2026

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

Company Code: 537750

Subject: Acquisition of Equity Shares of Maharaja Shree Umaid Mills Limited (Unlisted Public Limited Company) pursuant to the Scheme of Amalgamation

Ref: Regulation 30 read with Schedule III and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations)

Dear Sir/Madam,

This is to inform you that, the Company holds 1,59,525 Equity Shares of Rs. 100/- each representing 29.70% of paid up equity share capital of Placid Limited ("Transferor Company") and 75,74,568 Equity Shares of Rs. 10/- each representing 3.78% of paid up equity share capital of Maharaja Shree Umaid Mills Limited ("Transferee Company/MSUM").

Further, pursuant to a Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") vide its order dated 16th March 2026, Placid Limited ("Transferor Company") along with other group companies has been amalgamated with Maharaja Shree Umaid Mills Limited ("Transferee Company/MSUM") with effect from 25th April, 2026 being the Effective Date on which e-Form INC-28 was filed with the Registrar of Companies at the MCA portal by both transferor companies and transferee company.

Consequent to the Scheme becoming effective:

I. Placid Limited, the Transferor Company stands dissolved without winding up and ceases to exist with effect from the effective date i.e. 25th April, 2026; and

II. Pursuant to the said Scheme of Amalgamation, Maharaja Shree Umaid Mills Limited, being the Transferee Company, will discharge the consideration as mentioned in the approved Scheme of Amalgamation, by way of issuance and allotment of equity shares of Rs. 10/- each to the respective shareholders of Placid Limited including to the Company, in lieu of its shareholding held in Placid Limited in the manner as detailed herein below:

515 (Five Hundred and Fifteen) Equity Shares of Rs. 10/- each credited as fully paid-up in the MAHARAJA SHREE UMAID MILLS LIMITED ("New Shares") for every 1 (One) Equity Shares of Rs.100/- each fully paid-up held by the Company in PLACID LIMITED.

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 | +91 40 69282828

REGISTERED OFFICE

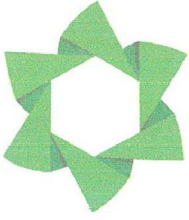
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III. Accordingly, the Company shall receive 8,21,55,375 Equity shares of Rs. 10/- each of Maharaja Shree Umaid Mills Limited. Therefore, post amalgamation holding of the Company in Maharaja Shree Umaid Mills Limited will be 8,97,29,943 equity shares of Rs.10/- each representing to 27.73% (approx.) of post amalgamation paid up Equity Share Capital of MSUM. Consequently, MSUM will be classified as an associate of the Company.

Details as required under Regulation 30 of the LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith as Annexure - A.

We request you to kindly take the same on record.

Thanking you,
For Kiran Vyapar Limited

(Pradip Kumar Ojha)
Company Secretary
Membership No. F8857

LN BANGUR GROUP OF COMPANIES

email: kvl@lnbgroup.com



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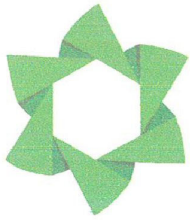
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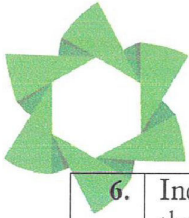
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Annexure – A

	<u>Particulars</u>	<u>Details</u>								
1.	Name of the target entity, details in brief such as size, turnover etc.;	<p>Maharaja Shree Umaid Mills Limited (“MSUM”) (CIN: U17124WB1939PLC128650), an existing company within the Companies Act, 2013 having registered office at 7, Munshi Premchand Sarani, Hastings, Kolkata 700022.</p> <p>The paid -up share capital of MSUM is INR 210,58,06,500 (Indian Rupees Two Hundred Ten Crore Fifty- Eight Lakhs Six Thousand Five Hundred Only) divided into 20,05,80,650 (Twenty Crores Five Lakhs Eighty Thousand Six Hundred Fifty) Equity Shares of Rs. 10/- each and 10,00,000 (Ten Lakhs) Optionally Convertible Redeemable Preference Shares of Rs. 100/- each.</p> <p><u>Financial Details of MSUM for FY 2024-25</u></p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-25 (Rs. In Crores)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>599.88</td> </tr> <tr> <td>PAT</td> <td>45.51</td> </tr> <tr> <td>Net worth</td> <td>796.41</td> </tr> </tbody> </table>	Particulars	FY 2024-25 (Rs. In Crores)	Turnover	599.88	PAT	45.51	Net worth	796.41
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Turnover	599.88									
PAT	45.51									
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2.	<p>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?</p> <p>If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;</p>	<p>Yes, since pursuant to the merger of Placid Limited, an associate of the Company with Maharaja Shree Umaid Mills Limited (MSUM), a group company, the Company will receive shares of MSUM.</p> <p>Shares will be issued in terms of the share exchange ratio as per the Scheme approved by the Hon'ble NCLT. The transaction is at arm's length.</p>								
3.	Industry to which the entity being acquired belongs;	Textile Industry								
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 acquisition is pursuant to the Scheme of Amalgamation approved by the Hon'ble NCLT. The Company will receive shares of MSUM, Transferee Company, in lieu of its equity shareholding in Placid Limited (Transferor Company). Consequently, MSUM will be classified as an associate of the Company.								
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Approval of the Hon'ble National Company Law Tribunal, Kolkata Bench (“NCLT”) vide its order dated 16 th March 2026.								



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6.	Indicative time period for completion of the acquisition;	Upon Allotment and Corporate Action for credit of above-mentioned equity shares of MSUM pursuant to the Scheme of Amalgamation.								
7.	Nature of consideration - whether cash consideration or share swap or any other form and details of the same;	Share Swap: 515 (Five Hundred Fifteen) Equity Shares of Rs. 10/-each credited as fully paid-up in MAHARAJA SHREE UMAID MILLS LIMITED (“New Shares”) for every 1 (One) Equity Shares of Rs.100/- each fully paid-up held by the Company in PLACID LIMITED.								
8.	Cost of acquisition or the price at which the shares are acquired;	Not applicable. The acquisition is pursuant to the Scheme of Amalgamation approved by the Hon’ble NCLT and consideration is discharged through issue of shares as per the approved share swap ratio.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	8,21,55,375 Equity shares of Rs. 10/- each of Maharaja Shree Umaid Mills Limited								
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>Maharaja Shree Umaid Mills Limited (“MSUM”) (CIN: U17124WB1939PLC128650), an existing company within The Companies Act, 2013 having registered office at 7, Munshi Premchand Sarani, Hastings, Kolkata 700022. Date of Incorporation: 12th August 1939</p> <p>Line of Business: Textile, Renewable Energy and Financing & Investment</p> <p><u>Country in which the acquired entity has presence:</u> India</p> <p><u>Turnover of MSUM in last 3 (three) financial years</u></p> <table border="1"> <thead> <tr> <th></th> <th>FY 2024-2025 (Rs. in crores)</th> <th>FY 2023-2024 (Rs. in crores)</th> <th>FY 2022-2023 (Rs. in crores)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>599.88</td> <td>458.05</td> <td>457.08</td> </tr> </tbody> </table>		FY 2024-2025 (Rs. in crores)	FY 2023-2024 (Rs. in crores)	FY 2022-2023 (Rs. in crores)	Turnover	599.88	458.05	457.08
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