



DIVINE POWER ENERGY LIMITED

(formerly known as PDRV Enterprises Pvt. Ltd.)

Manufacturers of : Winding Wires and Strips (Fiberglass/DPC/DCC/SE)

To,
The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East) Mumbai 400051

Date: 21st November, 2024

NSE Symbol: DPEL

Dear Sir/Madam,

Subject: Intimation of Acquisition - under Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

In compliance with regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Company has entered into Share Purchase Agreement and Shareholders' Agreement on 20th November, 2024 and to be invested a total amount of Rs 70 Crores in align of the terms & conditions stated under Share Purchase Agreement and Shareholders' Agreement constituting 100% in the paid-up share capital of Vimlesh Industries Private Limited, a Private Limited Company.

In continuation of the above subject to the acquisition of 100% of equity shares of **Vimlesh Industries Private Limited** it will become a **Wholly Owned Subsidiary** of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/ 4/2015 dated 9th September, 2015 are given in Annexure A to this letter.

You are requested to kindly take note of the same.

Thanking you,
Yours faithfully,

For Divine Power Energy Limited
(formerly known as PDRV Enterprises Private Limited)

Rajesh
Giri

Digitally signed by
Rajesh Giri
Date: 2024.11.22
12:47:29 +05'30'

Rajesh Giri
Managing Director
DIN: 02324760
Encl: As above

Annexure B

Details with respect to the proposed Acquisition as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

a) Name of the target entity, details in brief such as size, turnover, etc.;	i) Name of the Target: Vimlesh Industries Private Limited ii) Details of the Target: <ul style="list-style-type: none">• CIN: U74899DL1986PTC026464• Authorised Share Capital: Rs. 1,00,00,000 (Rupees One Crore Only)• Paid-up Capital: Rs. 25,10,000 (Rupees Twenty-Five Lakhs Ten Thousand Only)• Turnover (FY 2023-24): Rs. 152.11 Crore
b) 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
c) Industry to which the entity being acquired belongs;	Electrical Industry
d) 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 the business of listed entity);	This acquisition will lead to expansion of Company business in same line of business. Pursuant to acquisition, Vimlesh Industries will become Wholly Owned Subsidiary of the Company.
e) Brief details of any governmental or regulatory approvals required for the acquisition;	No government or regulatory approval is required for the acquisition of shares of Vimlesh Industries.
f) Indicative time period for completion of the acquisition;	This acquisition shall complete within 60 days from the date of execution of shareholders Purchase Agreement.
g) Consideration- whether cash consideration or share swap and details of the same;	The consideration would be paid in cash (in one or more tranches).
h) Cost of acquisition and/or the Transaction Consideration;	70,00,00,000 (Seventy Crores Only)
i) Percentage of shareholding / control acquired and/or number of shares acquired;	Post – acquisition Company will hold 100% equity stake and Business operations control in the Vimlesh Industries
j) 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	Vimlesh Industries Private Limited is a private limited company incorporated under the provision of the Companies Act, 1956 and having its registered office in Delhi, India.

and any other significant information (in brief)	<p>Date of Incorporation: December 23, 1986</p> <p>Country in which the acquired entity has presence: India,</p> <p>Last 3 Year turnover: 2023-24- 152.11 Crore 2022-23: Rs. 163.78 Crore 2021-22: Rs. 151.74 Crore</p>
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Details of the Agreement as required pursuant to Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl No.	Items for Disclosure	Description
1.	Name(s) of parties with whom the agreement is entered;	Target Company: Vimlesh Industries Private Limited Seller Shareholders: 1. Mr. Ram Niwas Jaju, 2. Mrs. Prabha Jaju, 3. Ms. Mahima Jaju, 4. Ms. Garima Jaju, 5. Mr. Naman Jaju
2.	Purpose of entering into the agreement;	To acquire 100% equity shares and Business operations control of the Vimlesh Industries Private Limited.
3.	Shareholding, if any, in the entity with whom the agreement is executed;	NIL at present
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	100% Equity shares of Target Company shall be under the control of Company, including all the significant terms mentioned
5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	No
6.	Whether the transaction would fall within related party transaction? If yes, whether the same is done at "arm's length";	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	NA

8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	NA
9.	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <ul style="list-style-type: none"> a) Name of parties to the agreement; b) Nature of the agreement; c) Date of execution of the agreement; d) Detail of amendment and impact thereof or reasons of termination and impact thereof. 	NA