



KRN HEAT EXCHANGER AND REFRIGERATION LIMITED

(Formerly Known As KRN Heat Exchanger And Refrigeration Pvt. Ltd.)

Registered & Work Office: Plot No.: F-46,47,48,49, EPIP, RIICO Industrial Area, Neemrana-301705 (RJ)

CIN No.: U29309RJ2017PLC058905

Ph No.:9116629184

Monday | November 25, 2024

| | |
|--|--|
| To, BSE Ltd Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, Maharashtra, India Script Code: 544263 | To, National Stock Exchange of India Limited The Listing Department, Exchange Plaza, C-I Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400051, Maharashtra, India Script Symbol: KRN |
|--|--|

Dear Sir/Madam,

Sub.- Additional Investment in Subsidiary Company by way of subscription towards Rights Issue - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations)

Pursuant to regulation 30, We wish to inform you that the Company has, on November 25, 2024, acquired 1,17,87,830 equity shares of face value Rs 10 each at a price of INR 200.00 each (including securities premium of INR 190.00) aggregating to Rs 235.76 crores by way of subscribing to the rights issue of KRN HVAC Products Private Limited, the subsidiary of the Company in compliance with the Use of Proceeds stated in the Prospectus Document dated 27.09.2024 filed for the IPO of the company.

The detailed disclosure with respect to the acquisition as required under Regulation 30(6) read with Para A(1) of Part A of Schedule III of the Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed herewith as 'Annexure – A'.

The aforesaid information is also being placed on the website of the Company at <https://krnheatexchanger.com/investors/>.

We request you to kindly take this on records.

Thanking You,

For and on behalf of
KRN Heat Exchanger and Refrigeration Limited

Praveen Kumar
Company Secretary & Compliance Officer
ACS-32631



(+91)-9116629184



info@krnheatexchanger.com



www.krnheatexchanger.com

ANNEXURE - A

| SN | Particulars | Details |
|----|---|---|
| 1 | Name of the target entity, details in brief such as size, turnover etc. | KRN HVAC Products Private Limited ('HVAC') HVAC was incorporated on April 07, 2023 and is engaged in the business of manufacturing of condenser, evaporator and other related products for the HVAC industry. The turnover of HVAC for the financial year ended March 31, 2024 is Rs 23.62 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 "arms length" | YES, HVAC, being a subsidiary company is a related party of the Company. The transaction falls within the ambit of related party transactions and is at arms' length. Except to the extent of shares held by the Company in HVAC, the promoter/promoter group/group companies of the Company have no interest in HVAC. |
| 3 | Industry to which the entity being acquired belongs | Manufacturing of condenser, evaporator and other related products for the HVAC 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) | This investment is part of the Use of Proceeds as specified in Prospectus Document dated September 27, 2024 relating to IPO of the company. This investment will help HVAC <i>inter alia</i> in financing the cost towards its expansion plans. |
| 5 | Brief details of any governmental or regulatory approvals required for the acquisition | Not Applicable |
| 6 | Indicative time period for completion of the acquisition | The Shares have been allotted to the Company on November 25, 2024 |
| 7 | Nature of consideration – whether cash consideration or share swap or any other form and details of the same | Cash Consideration |
| 8 | Cost of acquisition and/or the price at which the shares are acquired | Rs. 235.76 crores comprising of 1,17,87,830 equity shares of face value Rs 10 each at a price of INR 200.00 each (including securities premium of INR 190.00) |
| 9 | Percentage of shareholding control acquired and/or number of shares acquired | Equity Shareholding of KRN Heat Exchanger and Refrigeration Limited in KRN HVAC Products Private Limited. |



KRN HEAT EXCHANGER AND REFRIGERATION LIMITED

(Formerly Known As KRN Heat Exchanger And Refrigeration Pvt. Ltd.)

Registered & Work Office: Plot No.: F-46,47,48,49, EPIP, RIICO Industrial Area, Neemrana-301705 (RJ)

CIN No.: U29309RJ2017PLC058905

Ph No.:9116629184

| | | Pre-acquisition | | Post-acquisition | |
|-----------|--|--|-------|------------------|---------|
| | | Nos. | % | Nos. | % |
| | | 4999500 | 99.99 | 16787330 | 99.9970 |
| 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>HVAC was incorporated under the Companies Act, 2013 on April 07, 2023 as a subsidiary of the Company with its Registered Office situated at A-60, Green Acre, Neemrana, Alwar, Neemrana, Rajasthan, India, 301705.</p> <p>The Company is engaged in the business of manufacturing of condenser, evaporator and other related products for the HVAC industry.</p> <p>The turnover of HAVC for last financial year* was Rs. 23.62 Lakhs.</p> <p>*Please note that HVAC was incorporated on April 07, 2023</p> <p>Country of presence of HAVC: India</p> | | | |