



REF: SISL/CORP/2024-25

26th February 2025

BSE Limited

Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Dear Madam/Sir,

Sub: Disclosure under Regulation 30 of SEBI (LODR) – Acquisition of Remaining 49.14% Stake in Aerotek Sika Aviosystems Private Limited

Ref: BSE Scrip Code: 523606 / Demat ISIN: INE438E01016

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations”), we wish to inform you that, based on the recommendation of the Audit Committee, the Board of Directors of SIKA Interplant Systems Limited (“SIKA”), at its meeting held on Wednesday, 26th February 2025, which commenced at 3:30 PM and concluded at 4:30 PM, approved the acquisition of the remaining 49.14% equity share capital of Aerotek Sika Aviosystems Private Limited (“ASAPL”).

This acquisition is in line with SIKA’s strategic objectives to gain complete control of ASAPL, enhance operational efficiencies, and streamline the organisational structure for improved governance and business synergies.

Further details, as required under SEBI (LODR) Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-I/P/CIR/2023/123 dated 13 July 2023, are enclosed as ‘Annexure A’.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For **Sika Interplant Systems Limited**

Suraj Kumar Sahu
Company Secretary & Compliance Officer
M No: 35855

Encl: a/a



Annexure A

(Details as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023)

<p>Name of the target entity, details in brief such as size, turnover etc.</p>	<p>Target entity: Aerotek Sika Aviosystems Private Limited (ASAPL)</p> <p>Incorporated in 2015, ASAPL was established in Bangalore as a joint venture (JV) between SIKA Interplant Systems Limited (SIKA) and Aerotek Aviation Engineering Limited, UK, for the manufacture and MRO of aeronautical products and systems.</p> <p>ASAPL had not yet made any sales as of 31st Mar 2024, hence the turnover figure for FY 2023-24 is not applicable.</p>
<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>Of the acquisition of the remaining 49.14% shareholding in ASAPL, 49% shareholding (i.e., 73,500 shares) involves non-related party transactions as the shares are being acquired from the UK JV partner.</p> <p>However, to ensure complete control of ASAPL, SIKA will also acquire a residual 0.14% as follows:</p> <ul style="list-style-type: none"> • 100 shares each from Mr. Rajeev Sikka and Mr. Kunal Sikka, who serve as directors in both the acquiring and target companies, each representing an immaterial 0.067% of ASAPL’s shareholding. • 10 shares from Mr. Dinesh Balaraj, who serve as Chief Operating Officer in the acquiring company and also is a director in the target company, representing an immaterial 0.0067% of ASAPL’s shareholding. <p>These 210 shares constitute related party transactions, together totalling an immaterial 0.14% of ASAPL’s shareholding. These related party transactions have been executed on an arm’s length basis.</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Aerospace / Aviation</p>
<p>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)</p>	<p>This acquisition of the remaining 49.14% equity share capital of ASAPL is in line with SIKA’s strategic objectives to gain complete control of ASAPL, enhance operational efficiencies, and streamline the organisational structure for improved governance and business synergies.</p>
<p>Brief details of any governmental or regulatory approvals required for the acquisition.</p>	<p>Not applicable</p>
<p>Indicative time period for completion of the acquisition</p>	<p>The acquisition is anticipated to be completed within three (3) months, subject to the fulfilment of customary closing conditions.</p>
<p>Consideration - whether cash consideration or share swap or any other form and details of the same</p>	<p>Cash</p>
<p>Cost of acquisition and/or the price at which the shares are acquired</p>	<p>49.14% shareholding is being acquired for a total consideration of approx. ₹ 11,45,328 (subject to minor variation based on the exchange rate applicable on the date of foreign remittance).</p>



Percentage of shareholding/ control acquired and/ or number of shares acquired	49.14% equity shareholding in ASAPL
Brief background about the entity acquired in terms of: i. Products/ line of business acquired ii. Date of incorporation iii. History of last 3 years turnover iv. Country in which the acquired entity has presence v. Any other significant information (in brief)	i. Manufacture & MRO of aeronautical products / systems. ii. 26 th June 2015 iii. Last 3 years turnover is not applicable since company had not commenced sales during this period. iv. India. v. ASAPL is an existing subsidiary of SIKA.