



To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400001.

To,
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400051.

**Scrip Code: 540403, Scrip Symbol: CLEDUCATE
ISIN: INE201M01029**

Subject: Update on Acquisition- Completion of the 100% acquisition of NSEIT Limited by CL Educate Limited (“the Company”).

Reference: Regulation 30 (read with Schedule III– Part A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Ma’am/ Sir(s),

This is in furtherance to our disclosures dated August 29, 2024 and January 31, 2025 (“**Earlier Disclosures**”) intimating about the approval of the Board of the Company for the acquisition of the Digital Examination Business (DEX) of NSEIT Ltd. (“**NSEIT**”), a Wholly Owned Subsidiary of NSE Investments Limited (“**NSEIL**”), and a Step-Down Subsidiary of National Stock Exchange of India Ltd., through purchase of its 100% shareholding, and of the execution of definitive agreements, including the Share Purchase Agreement in relation to the acquisition respectively.

It is to further update that with the transfer of 89,68,511 equity shares of face value INR 10/- each of NSEIT constituting 100% of its equity share capital, and of 2,03,00,000 preference shares of face value Rs. 100/- each of NSEIT constituting 100% of its preference share capital from NSEIL to the Company, the acquisition has been completed today i.e. on Thursday, February 20, 2025. A total initial consideration of Rs. 231.25 Crores (including working capital adjustments) has been paid by the Company against the purchase of the equity shares of NSEIT. Other terms and conditions regarding the deferred consideration payable by the Company remain the same as was disclosed in Earlier Disclosures.

The acquisition has been funded through a mix of debt and internal accruals, with the Company raising debt to the tune of Rs. 200 Crores from a consortium of lenders, with Piramal Capital and Housing Finance Limited being the primary / lead lender.

With this acquisition, the Company has become 100% Holding Company of NSEIT Ltd.





The aforesaid information will also be available on the website of the Company (www.cleducate.com).

Please refer to our Earlier Disclosures, for the disclosure under Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Kindly take the above on record.

Thanking You,

For CL Educate Limited



Rachna Sharma
Company Secretary and Compliance Officer
ICSI Membership No.: A17780

Place: New Delhi

Date: February 20, 2025