

(expleo)

SEC/SE/106/24-25
Chennai, February 6, 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
P J Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: 533121

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051
Symbol: EXPLEOSOL

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Incorporation of a wholly owned subsidiary Company (WOS) in Saudi Arabia.
Ref: Intimation no. SEC/SE/085/24-25 dated November 14, 2024

Dear Sir / Madam,

We refer to our intimation reference no. SEC/SE/085/24-25 dated November 14, 2024 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, uploaded with Stock Exchanges, the Board in its meeting held today i.e. February 6, 2025, approved the proposal to invest SAR 9,39,000 (Saudi Riyal Nine lakhs thirty-nine thousand only) in the Share Capital of “**Expleo Solutions Arabia Limited**”, Saudi Arabia, as Paid-up Share Capital, thereby, it will be the wholly owned subsidiary of the Company post investment.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, are mentioned below as **Annexure-1**.

The above information shall also be made available on Company's website <https://investors.expleo.com/>

You are requested to take the above on record and oblige.

Thanking you,

Yours faithfully,
For Expleo Solutions Limited

S. Sampath Kumar
Company Secretary and Compliance Officer
Membership No. FCS 3838

Encl: As above

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Annexure-1

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

Sl. No.	Particulars	Details
1.	Name(s) of the target entity, details in brief such as size, turnover etc.	<p>“Expleo Solutions Arabia Limited”</p> <p>Paid-up Share Capital: SAR 9,39,000/- (Saudi Riyal Nine lakhs thirty-nine thousand only).</p> <p>Turnover: Not applicable since Expleo Solutions Arabia Limited is yet to commence its business operations.</p>
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 “arm's length”;	<p>The wholly owned subsidiary (WOS) Company will be a related party of Expleo Solutions Limited post investment.</p> <p>Save and except what is mentioned above, the Promoter/ Promoter Group/ Group Companies are interested in the new entity.</p> <p>Nature of interest- Common Directorship. The transactions, if any, with the WOS shall be at an arm's length basis.</p>
3.	Industry to which the entity being acquired belongs;	Information Technology
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 Company is Incorporated in Saudi Arabia, to provide Information Technology Enabled Services with the objective to address the requirements of the clients.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6.	Indicative time period for completion of the acquisition;	Not Applicable

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7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	100% subscription to the paid-up share capital of Expleo Solutions Arabia Limited will be held by Expleo Solutions Limited.
8.	Cost of acquisition and/or the price at which the shares are acquired;	SAR 9,39,000/- (Saudi Riyal Nine lakhs thirty-nine thousand only). 93,900 Equity Shares @ SAR 10 per equity share to be issued by Expleo Solutions Arabia Limited.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
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);	Post investment in the paid-up share capital of Expleo Solutions Arabia Limited, it will become the wholly owned subsidiary of Expleo Solutions Limited, incorporated in Saudi Arabia. The main objective of the subsidiary Company is to provide Information Technology Enabled Services to address the requirements of its clients.