



KILBURN ENGINEERING LTD.

Plot No.6, MIDC - Saravali, Kalyan Bhiwandi Road, Distt. Thane 421 311 Maharashtra, India

☎ : +91 2522 283000 ✉ : cs@kilburnengg.com 🌐 : www.kilburnengg.com

Ref : KEL/ BSE-CSE / 24 – 25/ Reg 30

21st August, 2024

To
The Corporate Relationship Department
BSE Limited
P. J. Tower
Dalal Street, Fort
Mumbai-400 001

To,
The Secretary
The Calcutta Stock Exchange Ltd.,
7 , Lyons Range,
Kolkata – 700 001

Scrip Code: BSE 522101

Scrip Code: CSE 21022.

Sub.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir / Madam,

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the board of directors of the Company has approved the terms of a binding term sheet, to be executed with the promoters and shareholders of 'Monga Strayfield Private Limited' ("Target") for proposed acquisition of 100% paid up capital of the Target, at its meeting held on 21st August, 2024.

The proposed acquisition by the Company is subject to conclusion of satisfactory due diligence and will be effected on such terms and conditions as may be contained in definitive documents to be executed by the parties to the transaction.

Details in line with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as Annexure A.

Board meeting commenced on 12:00 Noon and concluded at 1:00 P.M. You are requested to take the same on record.

The above intimation will also be made available on the website of the Company at <https://www.kilburnengg.com/>.

Yours faithfully,
For **Kilburn Engineering Limited**

Arvind Bajoria
Company Secretary & DGM (Costing)
Mem. No.: ACS 15390

Encl: As above



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Annexure A

Details as required under 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 13th July, 2023

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	<p>Name of the Target Company: Monga Strayfield Private Limited.</p> <p>Monga Strayfield Private Limited is an Engineering Company and is a leading player in the business of manufacturing radio frequency dryers and heating solutions.</p> <p>Total Revenue for Financial Year 2023-24: INR 72.90 Cr.</p> <p>PAT (Profit after Tax) FY 2023 – 24 : INR 15.41 Cr.</p> <p>Cash and Bank Balance as on 31-03-2024 :INR 33.28 Cr.</p>
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”;	<p>The acquisition does not fall within related party transaction(s).</p> <p>Promoter / promoter group/ group companies have no interest in the entity being acquired</p>
c)	Industry to which the entity being acquired belongs	Engineering
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 business of the listed entity)	Acquiring Monga Strayfield Private Limited will add to existing capabilities of Kilburn Engineering Limited . This acquisition will help Kilburn Engineering Limited achieve its next phase of growth with the help of enhanced manufacturing capabilities and expand its dryers portfolio.



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e)	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable								
f)	Indicative period for completion of the acquisition	The acquisition is likely to be completed before 31 st December, 2024.								
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Combination of Cash and non-cash consideration aggregating up to ~INR 123,00,00,000 (Indian Rupees One Hundred Twenty Three Crores) subject to adjustments, if any, on account of due diligence findings and on terms to be agreed in the definitive agreements.								
h)	Cost of acquisition and/or the price at which the shares are acquired	Aggregate consideration of ~INR 123,00,00,000 (Indian Rupees One Hundred Twenty Three Crores) subject to adjustments, if any, on account of due diligence findings.								
i)	Percentage of shareholding / control acquired and / or number of shares acquired	100% shareholding of Monga Strayfield Private Limited proposed to be acquired								
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 and any other significant information (in brief)	<p>Monga Strayfield Private Limited is an Engineering Company and is a leading player in the business of manufacturing radio frequency dryers and heating solutions</p> <p>Monga Strayfield was incorporated in 1968 under the provisions of Companies Act, 1956, having its registered office in Pune. The Company has incorporated a subsidiary in United Kingdom in the year 2006. Presently, the Company has a Joint Venture with a Canada based Company, which is yet to commence operations.</p> <p>Monga Strayfield's previous years' total revenues are as follows:</p> <table><thead><tr><th>Financial Year</th><th>(INR in Crores)</th></tr></thead><tbody><tr><td>2023-24</td><td>72.90</td></tr><tr><td>2022-23</td><td>58.21</td></tr><tr><td>2021-22</td><td>52.52</td></tr></tbody></table>	Financial Year	(INR in Crores)	2023-24	72.90	2022-23	58.21	2021-22	52.52
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