



KILBURN ENGINEERING LTD.

Corporate office: 501, 5th floor, I-Think Techno Campus, Jolly Board Tower No.1, Kanjurmarg (East), Mumbai 400 042, Maharashtra, INDIA.

Tel No. : +91 22 6551 0300 Website : www.kilburnengg.com Email : marketing@kilburnengg.com

Date: 22 December 2025

To,
The Corporate Relationship Department
BSE Limited

1st Floor, P.J. Tower,
Dalal Street, Fort,
Mumbai 400 001

Scrip Code: BSE 522101

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024 ("SEBI Circular")

Pursuant to Regulation 30 read with Schedule III of SEBI Listing Regulations, we wish to inform that Board of Directors at its meeting held today i.e. 22 December, 2025 have approved the execution of a binding term sheet proposed to be entered between Kilburn Engineering Limited ("**Company**") and East End Technologies Private Limited ("**EETPL**," and the Company and EETPL shall be collectively referred to as the "**Parties**") to incorporate a joint venture company ("**JV Company**") for exploring opportunities in relation to projects for piping fabrication & erection, structural fabrication & erection, pre-commissioning support for mechanical works, etc. mainly for sectors related to oil/ gas, fertilizers, petrochemicals, steel, etc., within India ("**Projects**"), bid for such Projects identified and agreed between the Parties to be undertaken through the JV Company, and undertake the procured Projects through the JV Company or its subsidiaries ("**Business**"), subject, to the execution of definitive agreements and fulfilment of such conditions as may be set out in such definitive agreements.

The JV Company shall be incorporated and operated as a subsidiary of the Company.

The details required pursuant to Regulation 30 of the SEBI Listing Regulations read with the SEBI Circular are enclosed as **Annexure A**.

The meeting of the Board of Directors commenced at 11:00 AM and concluded at 12:05 PM.

This is for your information and record. We request you to take the same on record.

Thank you

Yours Faithfully,
For **KILBURN ENGINEERING LIMITED**

Abhijit Mehta
Company Secretary & Compliance Officer
Encl: As above

AN ISO - 9001 : 2015 CERTIFIED COMPANY

CIN : L24232WB1987PLC042956

Registered office : 1901, 19th Floor, Biowonder - Block A, 789, Anandapur, Eastern Metropolitan Bypass, Kolkata - 700 107, INDIA. Tel no.: +91 33 6904 5700
Saravali Works : Plot No. 6, MIDC - Saravali, Kalyan Bhiwandi Road, Taluka Bhiwandi, Dist. Thane - 421 311, Maharashtra, INDIA. Tel No. : +91 2522 663800 / 283000.
Ambarnath Works : Plot No. B-78/1, Anand Nagar, Additional MIDC, Ambarnath (East), Dist. Thane - 421 506, Maharashtra, INDIA.



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Annexure A

Details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Circular

Sr. No.	Particulars	Details
(a)	Name of the target entity, details in brief such as size, turnover etc.	<p>The Company and EETPL propose to execute a binding term sheet to form the JV Company to undertake the Business. The detailed terms and conditions for the aforementioned proposed transactions shall be further mutually agreed between the Parties and shall be more specifically set out in the definitive agreements, and the same will be disclosed upon the execution of such agreements, as per applicable laws.</p> <p>The JV Company is yet to be incorporated. The JV Company's size and turnover will be determined by its future business operations.</p> <p>The Company and EETPL will respectively hold 60% stake and 40% stake in the JV Company. Accordingly, the JV Company shall be a subsidiary of the Company.</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>No, the transaction does not fall within the ambit of 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.	<p>The JV Company will carry on the business of piping fabrication & erection, structural fabrication & erection, pre-commissioning support for mechanical works, etc. for sectors related to oil/ gas, fertilizers, petrochemicals, steel, etc., in India.</p>
(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).	<p>The formation of the JV Company is aimed at leveraging the complementary strengths of both the Company and EETPL to pursue mutually beneficial business opportunities in the piping fabrication & erection, structural fabrication & erection, pre-commissioning support project sector. The JV Company's business is in line with the Company's core operations and will expand</p>

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		its capabilities and market reach.
(e)	Brief details of any governmental or regulatory approvals required for the acquisition.	The transaction is subject to the necessary statutory, governmental, or regulatory approvals, if any, as may be required.
(f)	Indicative period for completion of the acquisition.	The execution of the definitive agreements will have to take place within 90 days from the date of execution of the term sheet or such later date as may be mutually agreed between the parties. However, there is no indicative period set out for completion of the acquisition in the term sheet, as the same is dependent on the incorporation of the Company, and the time period for incorporation varies from case to case.
(g)	Consideration - whether cash consideration or share swap or any other form and details of the same.	Cash consideration
(h)	Cost of acquisition and/or the price at which the shares are acquired.	The shares in the JV Company are being acquired by the Company for INR 6,00,000 (Indian Rupees Six Lakhs only)
(i)	Percentage of shareholding / control acquired and / or number of shares acquired.	<p>The Proposed shareholding of the Parties in the JV Company shall be as follows:</p> <p>(a) Company: 60%</p> <p>(b) EETPL: 40%</p> <p>The Company shall be exercising control over the JV Company by way of holding majority shareholding in the JV Company.</p>
(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).	Please refer to background and details as set out in point (a) above. The JV Company is yet to be incorporated. Therefore, it has no prior history of turnover, date of incorporation, or operational track record. The JV Company is proposed to have geographical presence in India.

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