

**Sub: Disclosure/detail in respect of incorporation of wholly-owned step-down subsidiaries company, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), this is to inform that the Company has incorporated two wholly-owned step-down subsidiaries, namely “HIMACHAL PRADESH C ZONE SMART METERING PRIVATE LIMITED” and “GARHWAL SMART METERING PRIVATE LIMITED” on November 21, 2023.

The details/disclosure in respect of the said subsidiaries, as required under Regulation 30 of the SEBI Listing Regulations, read with Schedule III thereto and the SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015, are provided in the ‘Annexure-A’ and ‘Annexure-B’ as attached.

**Annexure-A**

**The details with regard to incorporation of wholly-owned step-down subsidiary, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015:**

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover, etc.	Himachal Pradesh C Zone Smart Metering Private Limited Authorized capital: Rs. 1,00,000/- (Rupees One Lakh only). Subscribed capital: Rs. 1,00,000/- (Rupees One Lakh only).
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".	It is a Related Party. It is a wholly-owned step-down subsidiary of the company.  Save and except what is mentioned above, the Promoters / promoter group / group companies are not interested in the transaction.
3	Industry to which the entity being acquired belongs.	Power Infrastructure and Distribution Industry/ business.
4	Objects and effects 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).	It is incorporated as SPV for execution of Advanced Metering Infrastructure Service Provider (AMISP) Contract.

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
7	Nature of consideration - whether cash consideration or share swap and details of the same.	Cash
8	Cost of acquisition or the price at which the shares are acquired.	Not Applicable. (Subscribed to the share capital at face value of Re.1 each, total amounting to Rs. 1 lakh)
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).	Himachal Pradesh C Zone Smart Metering Private Limited is a private limited company incorporated on November 21, 2023 under the provisions of the Companies Act, 2013, under the corporate identity number U26513RJ2023PTC091220, having its registered office in the State of Rajasthan. Its main object is "Manufacturing of all type of smart /advanced / prepaid meters".

### Annexure-B

The details with regard to incorporation of wholly-owned step-down subsidiary, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015:

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover, etc.	Garhwal Smart Metering Private Limited Authorized capital: Rs. 1,00,000/- (Rupees One Lakh only). Subscribed capital: Rs. 1,00,000/- (Rupees One Lakh only).
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".	It is a Related Party. It is a wholly-owned step-down subsidiary of the company.  Save and except what is mentioned above, the Promoters / promoter group / group companies are not interested in the transaction.
3	Industry to which the entity being acquired belongs.	Power Infrastructure and Distribution Industry/ business.
4	Objects and effects 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).	It is incorporated as SPV for execution of Advanced Metering Infrastructure Service Provider (AMISP) Contract.
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
7	Nature of consideration - whether cash consideration or share swap and details of the same.	Cash
8	Cost of acquisition or the price at which the shares are acquired.	Not Applicable. (Subscribed to the share capital at face value of Re.1 each, total amounting to Rs. 1 lakh)
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).	Garhwal Smart Metering Private Limited is a private limited company incorporated on November 21, 2023 under the provisions of the Companies Act, 2013, under the corporate identity number U26513RJ2023PTC091221, having its registered office in the State of Rajasthan. Its main object is “Manufacturing of all type of smart /advanced / prepaid meters”.