



Since 1907

Diverse Technology Integrated Approach

Jost's Engineering Company Limited

C-7 Wagle Industrial Estate, Road No -12, Thane -400604, India

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www.josts.com

9th December, 2024

To,
The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code- 505750

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Incorporation of Joint Venture Company and execution of Joint Venture Agreement

Ref: Intimation given under Regulation 30 dated 27th March, 2023

Dear Sir/Madam,

This is reference to our earlier intimation dated 7th November, 2024, pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, we would like to inform you that a Joint Venture Agreement has been executed between Kay Cee Energy & Infra Limited (hereinafter as "KayCee") and Josts Engineering Company Limited (hereinafter as "Josts") on December 09, 2024 and the said Joint Venture Company with the name M/s. SURYAVAYU RENEWABLE AND ENERGY SOLUTIONS PRIVATE LIMITED [CIN: U26109RJ2024PTC098688] has also been incorporated vide Certificate of Incorporation received on December 09, 2024.

Detailed disclosure in this regard as required under Regulation 30(6) and Schedule III of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023 are given in Annexure A and B to this letter.

Thanking You,

For Jost's Engineering Company Limited

Rohit Jain
Chief Financial Officer

Encl: As above



Annexure A**Details with respect to the acquisition as required under Regulation 30(6) read with Schedule III, Part A, Para A(1) of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023****Acquisition (including agreement to acquire) - Incorporation of Joint Venture Company ("JVCo.") in India**

Sr. No.	Particulars	Disclosure
A	Name of the target entity, details in brief such as size, turnover etc.;	Name of the Joint Venture Company.: Suryavayu Renewable and Energy Solutions Private Limited Authorised Share Capital: Rs. 10,00,000/- Paid up share Capital: Rs. 5,00,000 /- Turnover: The Joint Venture Company is incorporated on 9 th December, 2024 with Ministry of Corporate Affairs and is yet to commence its operations.
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"	<ul style="list-style-type: none">• The investment/subscription to the share capital of the Joint Venture Company does not fall within the purview of Related Party Transaction for the Company.• Post investment by the Company, the Joint Venture Company will become an Associate of the Company and hence Related Parties of the Company.• Except to the extent of the share capital to be held by the Company in the Joint Venture Company, the promoter/promoter group/group companies have no interest in the Joint Venture Company.
C	Industry to which the entity being acquired belongs	Energy
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)	The Joint Venture Company is being incorporated as a joint venture of the Company to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
E	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
F	Indicative time period for completion of the acquisition	The Joint Venture Company has been incorporated on 9 th December, 2024.



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G	Consideration - whether cash consideration or share swap or any other form and details of the same	The Joint Venture Company is incorporated with initial subscribed capital of Rs. 5,00,000/- (Rupees Five Lakhs). Out of which, the Company will pay subscription amount of Rs. 2,50,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company, by way of cash consideration.
H	Cost of acquisition and/or the price at which the shares are acquired	The Company will pay subscription amount of Rs. 250,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company (25,000 Equity shares of Rs. 10/- each)
I	Percentage of shareholding /control acquired and/or number of shares acquired;	The Shareholding in the proposed Joint Venture Company is as under: <ol style="list-style-type: none">1. The Company – 50% of the Equity Share Capital2. Kay Cee Energy & Infra Ltd. – 50% of the Equity Share Capital The Joint Venture Company will be an Associate of the Company.
J	Brief 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)	Suryavayu Renewable and Energy Solutions Private Limited is incorporated on 9 th December, 2024 with Ministry of Corporate Affairs and is yet to commence its operations



Annexure B**Details with respect to the Joint Venture Agreement as required under Regulation 30(6) read with Schedule III, Part A, Para B(2) of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023****Arrangements for strategic, technical, manufacturing, or marketing tie-up:
Agreement/ joint venture (JV) with companies**

Sr. No.	Particulars	Disclosure
i.	Name of the entity(ies) with whom agreement/ JV is signed	Josts Engineering Company Limited ("Josts") & Kay Cee Energy & Infra Ltd ("Kay Cee")
ii.	Area of agreement/JV	The Joint Venture is formed to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
iii.	Domestic/international	The scope of the joint venture is for Indian markets.
iv.	Share exchange ratio / JV ratio	The Shareholding in the Joint Venture Company is as under: 1. The Company – 50% of the Equity Share Capital 2. Kay Cee – 50% of the Equity Share Capital
v.	Scope of business operation of agreement / JV	The Joint Venture is formed in India to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.
vi.	Details of consideration paid / received in agreement / JV;	The Company will pay subscription amount of Rs. 2,50,000/- i.e 50% of the Equity Share Capital of the Joint Venture Company (25,000 Equity shares of Rs. 10/- each) and further investment required from time to time.
vii.	Significant terms and conditions of agreement / JV in brief	The broad terms of the JV Agreement would be as under: <ul style="list-style-type: none">• The Board of JV Co. shall have equal representation of both the entities i.e. will comprise 2 nominee directors in total, 1 from the KayCee and 1 from Josts;• Several customary matters such as approval of budget and business plan of Joint Venture Company require an approval from both the Company and Kay Cee, etc.



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viii.	Whether the acquisition would fall within related party transactions 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"	<ul style="list-style-type: none">• The investment/subscription to the share capital of the Joint Venture Company does not fall within the purview of Related Party Transaction for the Company.• Post investment by the Company, the Joint Venture Company will become an Associate of the Company and hence, Related Parties of the Company.• Except to the extent of the share capital to be held by the Company in the Joint Venture Company, the promoter/promoter group/group companies have no interest in the Joint Venture Company.
ix.	Size of the entity(ies)	The initial paid-up capital of the Joint Venture Company is INR 5,00,000/-.
x.	Rationale and benefit expected	The Joint Venture Company is incorporated as a joint venture of the Company with Kay Cee to execute EPC Projects in Power sector and to do business in Renewable energy sector, and such other matters as may be agreed from time to time.