

# Karnika Industries Limited

6 & 6/1, Gurgola Ghat Road, Howrah - 711 106, Phone: +91 33 2655 8101, 98302 28105

E-mail : [info@karnikaindustries.com](mailto:info@karnikaindustries.com), GSTIN : 19AAJCK4601M1Z8, CIN : L17299WB2022PLC253035

Website-[www.karnikaindustries.com](http://www.karnikaindustries.com)

To,  
The Manager – Listing Dept.,  
National Stock Exchange of India Limited,  
Exchange Plaza,  
5th Floor, Plot No. C/1, G. Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400 051

Date-20.09.2025

NSE Symbol: KARNIKA

**Sub.: Disclosure pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Company has entered into Share Subscription and Shareholders’ Agreement (“SSSA”) today i.e. 20<sup>th</sup> September, 2025 to subscribe and hold 75% equity shares of Kidcity Solutions Private Limited by the end of December, 2025 for further expansion of business and venturing into D2C sector. This investment is intended to enhance the revenue of the Company by venturing into retail sector. The relevant details as required under Regulation 30 of the Listing Regulations read with SEBI master circular dated 11th November 2024, bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 (“Master Circular”) with respect to the Proposed Transaction is set out in **Annexure A**.

You are requested to take the above on record.

Thanking you,

Yours sincerely,

**For Karnika Industries Limited**

Niranjan Mundhra  
Managing Director  
DIN- 05254448

# Karnika Industries Limited

6 & 6/1, Gurgola Ghat Road, Howrah - 711 106, Phone: +91 33 2655 8101, 98302 28105

E-mail : [info@karnikaindustries.com](mailto:info@karnikaindustries.com), GSTIN : 19AAJCK4601M1Z8, CIN : L17299WB2022PLC253035  
Website-[www.karnikaindustries.com](http://www.karnikaindustries.com)

## Annexure A

The details regarding the Proposed Transaction as required under Regulation 30 and Schedule III of the Listing Regulations, read with the Master Circular, are as under:

Sl. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name of Target entity: Kidcity Solutions Private Limited ("Kidcity").  Brief Details: Kidcity was incorporated in the year 2020 under the Companies Act, 2013. Kidcity deals in Kids Garment and sells its goods through E-Commerce Platform, Kiosks at various Retail Chains & Other Corporates Sectors and working through D2C Model with different types of Point of Sales. It sells its goods under the Brand "Kidcity".  Turnover: Rs. 8.68 Crores as on 31st March, 2025
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".	Yes. The Transaction is being carried out at arm's length basis.
3.	Industry to which the entity being acquired belongs	Garment Industry
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).	Funds raised through the rights issue will be utilized for expansion, general corporate purposes and for repayment of existing loans.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	None
6.	Indicative time period for completion of the transaction.	The acquisition is expected to close by 31st December, 2025.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	The consideration shall be in the form of cash.
8.	Cost of acquisition and/or the price at which the shares are acquired.	INR 3,67,42,410/- (Rupees Three Crores Sixty Seven Lakhs Forty Two Thousand Four Hundred Ten only) – 24,49,494 Equity Shares of Face Value of Rs. 10/- each.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	75%
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);	Kidcity was incorporated in the year 2020 under the Companies Act, 2013. Kidcity deals in Kids Garment and sells its goods through E-Commerce Platform, Kiosks at various Retail Chains & Other Corporates Sectors and working through D2C Model with different types of Point of Sales. It sells its goods under the Brand "Kidcity".  Details of Last 3 years Turnover are as under:- (Rs in Crores) F Y 2024-25 – 8.69 Crores F Y 2023-24 – 2.98 Crores F Y 2022-23 – 1.32 Crores