

XPRO INDIA LIMITED



Birla Building (2nd Floor),
9/1, R. N. Mukherjee Road,
Kolkata - 700 001, India

Tel. : +91-33-40823700/22200600
e-mail : xprocal@xproindia.com

January 4, 2022

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

Stock Symbol XPROINDIA(EQ)

The Dy. General Manager
BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code No. 590013

Dear Sir,

Sub: Disclosures of information under Regulation 30

Pursuant to Regulation 30 read with Schedule III Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has entered into a Securities Subscription Agreement (SSA), details of which are as under:

- 1. Name of parties with whom the agreement is entered:**
Malabar India Fund Limited, a category I Foreign Portfolio Investor.
- 2. Purpose of entering into the agreement:**
For Subscription to the Securities (Warrants) of the Company.
- 3. Shareholding, if any, in the entity with whom the agreement is executed:**
Nil.
- 4. Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.:**
Upon full conversion of Warrants into Equity Shares, the Investor shall have the right to nominate a fit and proper representative to be appointed as a non-executive, non-independent Director (the "Investor Director"). In the event that the shareholding of the Investor in the Company, calculated on a Fully Diluted Basis, falls below 10% (ten percent) of the Equity Share capital of the Company, the right of the Investor to appoint the Investor Director to the Board shall immediately fall away.
- 5. Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship:**
No relation whatsoever with promoter/promoter group/group companies



6. Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length":

No.

7. In case of issuance of shares to the parties, details of issue price, class of shares issued:

The Investor shall be entitled to subscribe to upto 16,40,000 Warrants at an Issue Price of Rs. 762 (Rupees Seven Hundred Sixty Two only) per warrant including a premium of Rs. 752 (Rupees Seven Hundred Fifty Two only). Each warrant, upon being fully paid up within eighteen months from date of allotment, shall be converted into one Equity Share of Rs. 10 face value.

8. Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc:

Nil

This is for your information and record.

Thanking you,

Yours faithfully,
For XPRO INDIA LTD



Amit Dhanuka
Company Secretary