

Kaya Limited

11th July, 2023

To,
BSE Limited
Market Operations Department,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
BSE Scrip Code: 539276

National Stock Exchange of India Limited
'Exchange Plaza', 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra(E), Mumbai 400051
NSE Symbol: KAYA

Sub.: Update on Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We would like to inform you that Kaya Middle East FZE (“KME FZE”) the step down subsidiary of the Company, has acquired a 99% equity stake in KAYA SKIN CARE clinic LLC (“KSC LLC”), a company operating clinics in Ras AL Khaimah, UAE, pursuant to recent changes in regulations which have liberalized foreign ownership.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFO/CMD/4/2015 dated September 9, 2015 are given in Annexure to this letter.

This is for your information and dissemination.

Thanking you.
For **Kaya Limited**,

Nitika Dalmia
Company Secretary &
Compliance Officer

Kaya Limited

Details as per the Securities and Exchange Board of India circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015

Annexure :-

Name of the target entity, details in brief such as size, turnover etc	KAYA SKIN CARE clinic LLC (“KSC LLC”). Issued share capital of AED 150,000
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”	Not Applicable.
Industry to which the entity being acquired belongs;	Dermatology Clinic.
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)	<p>Prior to its conversion into a limited liability company, KSC LLC was a sole establishment owned by a UAE national owner and operated directly by KME FZE which was obtaining full benefits from the operations and business of KSC LLC, pursuant to contractual arrangements in place between KME FZE and UAE national owner.</p> <p>Pursuant to recent amendments in the foreign investment regulations in the UAE, which liberalized the foreign investment ownership regime, KME FZE was authorised by the Ras Al-Khaimah Health Authority to acquire 99% ownership in KSC LLC.</p> <p>This prompted the conversion of KSC LLC from a sole establishment into a limited liability company on 23rd June , 2023. KME FZE has</p>

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	now acquired a 99% stake in KSCLLC on 11th July , 2023.
Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
Indicative time period for completion of the acquisition	Not Applicable.
Nature of consideration - whether cash consideration or share swap and details of the same	Not applicable.
Cost of acquisition or the price at which the shares are acquired	Nil. Since the share capital of KSC LLC of AED 150,000 is unpaid, KME FZE has not paid any amount to the UAE national owner.
Percentage of shareholding /control acquired and / or number of shares acquired	100% equivalent to 150000 shares of face value AED 1 each.
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)	<p>Please refer to “Objects and effects of acquisition” clause above for background of acquisition.</p> <p>The turnover of the business of KSC LLC(formerly, as a sole establishment of the UAE national owner) was already part of the financials of KME FZE.</p> <p>It was engaged in the business of Treatment of Dermatologist, Laser complexion care at Ras Al Khaimah region.</p>

For Kaya Limited,

Nitika Dalmia
Company Secretary &
Compliance Officer