

Ref.No.CL/BSE

August 17, 2021

BSE Limited,
Pheroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sirs,

Scrip Code : 523369**Disclosure under Regulation 30 of the SEBI (LODR) Regulations**

The Company was granted an industrial licence for manufacture of 500 units of Unmanned Aerial Vehicles (UAV) along with Ground Data Terminal, Ground Control Stations and Launchers annually in July, 2018.

The Company has entered into an Agreement with Zyrone Dynamics Havacilik Danismanlik Ve Ar-Ge San. Tic. A.S., a company incorporated and existing under the laws of the Republic of Turkey and having its registered office at Lvedik OSB Mah. 2224. Cad. No.1/212 06378 Yenimahalle Ankara/Turkey (ZD) on 16.08.2021. The said Company is engaged inter alia in the manufacturing and marketing of UAVs of different types.

As per the Agreement the Company would subscribe to 30% of the capital of the foreign company comprising of 25715 shares at a total investment of just over USD 1.05 million in five tranches over a period of about a year, subject to necessary approval with regard to foreign investment under FEMA Regulations.

ZD will provide to the Company technological support for two variants of UAVs at different times during the subscription period and both the parties will support each other in marketing the products in India and globally.

The required information with regard to the above arrangement in the prescribed format under Schedule III, Part A, Para B(2) read with Regulation 30 of SEBI (LODR) Regulations, 2015, are given below:

S.No	Particulars	Information
i.	Name of entity(ies) with whom agreement/ JV is signed	Zyrone Dynamics Havacilik Danismanlik Ve Ar-Ge San. Tic. A.S., Turkey
ii.	Area of Agreement/ JV	Manufacture of UAVs
iii.	Domestic/ international	International.
iv.	Share exchange ratio/ JV ratio	Not applicable
v.	Scope of business operation of Agreement/ JV	Technological support for manufacture of UAVs in India.
vi.	Details of consideration paid/ received in Agreement/ JV	USD 1.05 million by way of subscription to shares in the foreign company – ZD – by the investor company.



vii.	Significant terms and conditions of Agreement/ JV	<p>-The investor Company will participate in the capital of ZD to the extent of 30% of its paid-up capital in five tranches.</p> <p>-The investor company will have right to nominate one out of four directors in the foreign company.</p> <p>-The foreign company will provide Technological support to investor company for manufacture of UAVs in India.</p>
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 "arms length:	No
ix.	Size of the entity(ies)	<p>ZD is a Turkey based company operating in the Turkish aerospace sector which designs, develops, produces and undertake R&D of <i>inter alia</i> UAVs and UAV subsystem hardware and software solutions. ZD comprises of a team of highly technical personnel some of those have over a decade long experience in the Turkish Aerospace Industry and in providing engineering, research and consultancy services in the field of aviation and defence.</p> <p>ZD is a private joint stock company having share capital of TRY 60,000 (Turkish Lira Sixty Thousand only) divided into 60,000 (Sixty Thousand) shares of TRY 1 (Turkish Lira One only) each. The capital of the Company will be increased to 85715 shares on the investor company subscribing to 25715 shares as per the Agreement.</p>
x.	Rationale and benefit expected	ZD will receive the support of the Indian investor company with over a century of experience in manufacturing and marketing of various products and also funds to the extent of USD 1.05 million in the form of capital infusion. The investor company will receive technological support and sample products for manufacture of the UAV variants in India.

Thanking you,



Yours faithfully,


(Y.D. Gupta)
Company Secretary
FCS - 3405

