

**ZAGGLE/25-26/127**

December 16, 2025

To Listing Department <b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai -400 051, Maharashtra  <b>Company Symbol: ZAGGLE</b>	To The Corporate Relations Department <b>BSE LIMITED</b> Phiroz Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai -400 001, Maharashtra  <b>Company Scrip Code: 543985</b>
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Dear Sir / Madam,

**Subject: Incorporation of a wholly owned subsidiary in Gujarat International Finance Tec-City (GIFT City)**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of Zaggle Prepaid Ocean Services Limited (Company) at its meeting today i.e., December 16, 2025 has approved the incorporation of wholly owned subsidiary of the Company in GIFT City, Gujarat in the name of ZAGGLE PAYMENTS IFSC LIMITED.

Disclosures of information required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as Annexure -A

The Board meeting commenced at 12:30 P.M. (IST) and concluded at 12:50 P.M. (IST).

Please take the information on records.

Thanking you

Yours faithfully,

**For Zaggle Prepaid Ocean Services Limited**

**Hari Priya**  
**Company Secretary and Compliance Officer**

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**Zaggle Prepaid Ocean Services Limited**

**Regd. Office :** 15<sup>th</sup> Floor, Western Block, "Vamsiram – Suvarna Durga Tech Park", Nanakramguda Village,  
Serilingampally Mandal, GHMC Serilingampally Circle, Ranga Reddy District, 500032, Telangana.

CIN: L65999TG2011PLC074795 | accounts.hyd@zaggle.in | www.zaggle.in

**Annexure – A**

Sl.No	Particulars	Description
1	Name of the target entity, details in brief such as size, turnover etc.;	<p>The name of the proposed wholly owned subsidiary (WOS) is ZAGGLE PAYMENTS IFSC LIMITED as approved by the Ministry of Corporate Affairs, Government of India. The necessary update will be given once the WOS is incorporated.</p> <p>The Proposed Authorised Share capital of the WOS is Rs. 15,00,000/- divided into 1,50,000 equity shares of Rs.10/- each .</p> <p>Size/ Turnover: Not Applicable</p>
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”;	The WOS will be a related party of the Company upon incorporation thereof
3.	Industry to which the entity being acquired belongs;	Fintech 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);	The proposed WOS will be a Saas Fintech Company, inter-alia, engaged in providing spend management solutions to corporates and their users through their online platform and solutions.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	The incorporation of the proposed WOS is subject to the approval of International Financial Services Centres Authority (IFSCA), Ministry of Corporate affairs and other regulatory/Statutory authority approvals as required.
6.	Indicative time period for completion of the acquisition;	<p>The incorporation of the proposed WOS will be completed subject to receipt of approvals of the statutory/regulatory authorities as may be applicable.</p> <p>The necessary update will be given once the WOS is incorporated.</p>
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Subscription of shares in the proposed WOS will be by way of cash consideration.

  

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8.	Cost of acquisition and/or the price at which the shares are acquired;	The Company will be paying cash consideration to the proposed WOS towards subscription of 100% shareholding.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
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);	Not Applicable as the WOS is yet to be incorporated.