

Date: August 14th 2025

To,
National Stock Exchange of India Limited
Listing & Compliance Department
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra
Mumbai - 400 051 India

Company Symbol: **COMMITTED**
Company ISIN: INE597Z01014

Subject: Intimation of disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) regarding execution of Agreements in relation to acquisition of stake in Committed Cargo Solutions Private Limited

Dear Sir / Madam,

This is to inform you that Board of **Committed Cargo Care Limited** ("Committed" or "the Company") at their meeting held today i.e. 14th August, 2025 has agreed to make a strategic investment in **Committed Cargo Solutions Private Limited** ("the Investee Company") by acquiring and/or subscribing to equity shares equivalent to 51% of the issued and paid-up share capital of the Investee Company. Towards this end, the Company has today agreed to enter into following agreements:

1. Share Purchase Agreements to acquire equity shares equivalent to 51% of the issued and paid up share capital of the Investee Company and;
2. Shareholders' Agreement to regulate the rights & obligations of the shareholders inter-se and for the internal management of the Investee Company. The said Shareholders' Agreement, inter alia, shall envisage the subscription to the equity shares equivalent to 51% of enhanced issued and paid-up share capital of the Investee Company. Consequently, the Company shall own 51% of the enhanced share capital of the Investee Company.

Additionally, the four Promoter Directors of the Company shall, in their individual capacities, acquire in aggregate 26% of the issued and paid-up share capital of the Investee Company, in equal proportion (i.e., 6.5% each). Towards this purpose, the following agreements shall be executed:

1. Share Purchase Agreements between each Promoter Director and the existing shareholders of the Investee Company for the acquisition of the aforesaid 26% shareholding.
2. Supplementary Shareholders' Agreement(s), to be executed by the Promoter Directors alongside the Investee Company and the shareholders of the Investee Company, to record their rights and obligations as shareholders and to ensure alignment with the primary Shareholders' Agreement executed between the Company and the other shareholders.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as '**Annexure A**'.

Regd. & Corp. Off.: A-406, Road No.4, Street No.8, Mahipalpur Extn., New Delhi – 110037

Tel.: +91-11-46151111, +91-11-46040343

E-mail: contact@committedcargo.com, Website: www.committedgroup.com

CIN: L63090DL1998PLC096746

The meeting of Board of Directors commenced at 03.00 P.M. and concluded at 05.15 P.M on 14th August, 2025.

Further, pursuant to Regulation 30(8) of the SEBI LODR Regulations the enclosed disclosures will be made available on the Company's website at the link www.committedgroup.com.

We request you to kindly take the same on your record.

Thanking You,

Yours Faithfully,
For **Committed Cargo Care Limited**

Narendra Singh Bisht
Whole-time Director

Annexure-A

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No.	Particulars	Remarks
1.	Name(s) of parties with whom the agreement is entered;	<ul style="list-style-type: none"> a. Committed Cargo Care Limited b. Committed Cargo Solutions Private Limited c. Promoter Directors - Committed Cargo Care Limited d. Directors - Committed Cargo Solutions Private Limited
2.	Purpose of entering into the agreement;	<p>Committed Cargo Care Limited has entered into the agreement with Committed Cargo Solutions Private Limited with the objective to focus on Cross Border Global Express Logistics.</p> <p>Through its subsidiary, Committed Cargo Care Limited targets to garner a significant share in the International Courier market.</p> <p>Committed Cargo Solutions Private Limited aims to achieve its business plan by building a scalable, competitive and profitable courier business using global service partners, executing aggressive marketing and sales plans, offering robust service strategies and using comprehensive technology, systems & processes.</p>
3.	Shareholding, if any, in entity with whom agreement is executed;	<p>Post completion:</p> <ul style="list-style-type: none"> • Committed Cargo Care Limited – 51% equity holding in the Investee Company. • Four Promoter Directors – 6.5% each in the Investee Company (26% aggregate). • Others - 23%
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.;	<ul style="list-style-type: none"> a. Right of the Company to appoint majority of directors on the Board of the Investee Company. b. Affirmative voting rights on reserved matters. c. Pre-emptive rights and right of first refusal on transfer of shares. d. Restrictions on change in capital structure without consent of controlling shareholders. e. Subscription rights to maintain 51% holding by the Company.
5.	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.;	Yes.

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		<p>Two existing directors of the Investee Company are relatives of one of the Promoter Director of the Company.</p> <p>Post-acquisition, the promoter directors of the Company will be inducted as directors in the Investee Company and will also hold 6.5% each in their individual capacity.</p>
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	<p>Yes.</p> <p>The acquisition constitutes a Related Party Transaction under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI LODR Regulations, 2015.</p> <p>Two existing directors of the Investee Company are relatives of one of the Promoter Director of the Company.</p> <p>Further, post-acquisition, promoter directors of the Company shall be inducted as directors on the board of the Investee Company and shall also individually acquire 6.5% of its shareholding (in aggregate 26%), in addition to the Company's 51% holding.</p> <p>As a result, the Investee Company will remain a related party for all future transactions.</p> <p>The transaction will be undertaken in compliance with applicable provisions, including prior approval of the Audit Committee, Board of Directors, and shareholders (where required).</p>
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	<p>Committed shall acquire 51% of total paid-up Equity share capital at par in Committed Cargo Solutions Private Limited.</p> <p>Directors shall acquire in aggregate 26% of the issued and paid-up share capital of the Investee Company, in equal proportion (i.e., 6.5% each).</p>
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.;	<p>The agreements are subject to customary conditions precedent and closing formalities.</p> <p>Upon completion, the Company will consolidate the financials of the Investee Company as a subsidiary.</p>

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		All post-acquisition transactions between the Company and the Investee Company will continue to be disclosed as Related Party Transactions as per applicable law.
9.	<p>In case of termination or amendment of agreement listed entity shall disclose additional details to the stock exchange(s);</p> <p>(a) Name of parties to the agreement; (b) Nature of the agreement; (c) date of execution of the agreement; (d) details of amendment and impact thereof or reasons of termination and impact thereof</p>	Not Applicable

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