

**Date: 04.08.2025**

**To**

The General Manager  
Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai – 400 001

**Scrip Code: 509732**

**Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Business agreements**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we hereby submit the disclosure regarding the execution of a Business Agreement by Kothari Industrial Corporation Limited (“KICL” or “the Company”) with M/s Zaimus Trends Private Limited (“ZTPL”) as on 04.08.2025.

The details of the agreement, as required under Regulation 30 read with SEBI Circulars dated 13.07.2023, 11.11.2024, and 31.12.2024, are provided in the annexed disclosure.

We request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Kothari Industrial Corporation Limited

Anil Kumar Padhiali

Company Secretary and Compliance officer



**KOTHARI INDUSTRIAL CORPORATION LIMITED**  
CIN No. L74110TN1970PLC005865  
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**Arrangements for strategic, technical, manufacturing, or marketing tie-up: Agreement with companies**

Sr.No	Details of Events that need to be provided	Information of such events(s)
1	name of the entity with whom agreement is signed;	M/s Zaimus Trends Private Limited (ZTPL)
2	area of agreement	The agreement pertains to a strategic tie-up for the <b>sourcing, manufacturing, supply, and brand management</b> of footwear products bearing KICL-owned trademarks "Jeetlo" and "Zodiz" (including sub-brands such as "Zodiz Kidoz"). ZTPL will source, manufacture and supply footwear products as per KICL's purchase orders and manage branding and marketing activities under an exclusive trademark license granted by KICL.
3	domestic/international;	Domestic
4	Share exchange ratio	NA
5	scope of business operation of agreement	ZTPL will source, manufacture, and supply finished footwear products bearing KICL-owned trademarks "Jeetlo", "Zodiz" & "Zodiz Kidoz" as per purchase orders issued by KICL. The products will meet agreed quality standards and comply with applicable laws, including the Sale of Goods Act, 1930.  KICL will place purchase orders for 20% of its annual purchases through ZTPL, with the remaining 80% either directly with manufacturing vendors or through ZTPL  ZTPL will receive a sourcing fee (0.5% of purchase price) and a market management fee (2% of invoiced value based on market collections).
6	Details of consideration paid / received in agreement	KICL will pay INR 13,900,000 (Rupees One Crore Thirty-Nine Lacs Only) to ZTPL. ZTPL will receive a sourcing fee of 0.5% of the purchase price for each supply, net of returns, paid monthly.  ZTPL will receive a market management fee of 2% of the invoiced value of each



		supply, based on actual market collections, paid monthly until 31st March 2026 and quarterly thereafter.
7	significant terms and conditions of agreement	<p>The agreement is effective from 04th August 2025 and valid until 03rd August 2030, unless terminated earlier by mutual agreement or due to material breach.</p> <p>KICL grants ZTPL an exclusive license to use the “Jeetlo”, “Zodiz” &amp; “Zodiz Kidoz” trademarks for manufacturing and brand management until 03rd August 2030, subject to KICL’s brand guidelines and the Trade Marks Act, 1999.</p>
8	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 “arm’s length”	The transaction is not a related party transaction.
9	size of the entity	<p><b>M/s Zaimus Trends Private Limited</b>  Paid Up Capital as on 31.03.2025-  Rs.1000000/-  Turn over for the FY 2024-2025-Rs.  242624134.70</p>
10	rationale and benefit expected	<p><b>Rational:</b></p> <p>To leverage ZTPL’s expertise in sourcing, manufacturing, and brand management to enhance KICL’s footwear division, particularly for non-leather footwear under the “Jeetlo”, “Zodiz” &amp; “Zodiz Kidoz” brands.</p> <p>To strengthen KICL’s market position in the affordable footwear segment.</p> <p><b>Benefits:</b></p> <p>ZTPL’s manufacturing and sourcing capabilities will ensure a steady supply of high-quality footwear products, reducing KICL’s dependency on external vendors.</p> <p>The agreement aligns with KICL’s goal of expanding its footprint in the footwear market, in domestically, leveraging ZTPL’s established network and expertise.</p>

