



Offer Letter

KEC INTERNATIONAL LTD.
RPG House
463, Dr. Annie Besant Road
Worli, Mumbai 400030, India
+91 22 66670200
www.kecrpg.com

LETTER OF OFFER
Issue of Commercial Paper (CP)

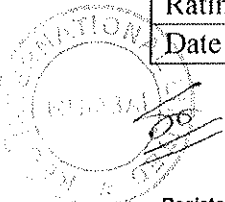
PART I

Issuer Details	
Name and Address of Issuer	KEC International Limited, RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400030.
Business Segment / Activity	Power Transmission Line Towers and Equipment's
Chief Executive (Managing Director / President / CEO / CFO / Equivalent Official in the hierarchy as per Constitution of the Issuer entity)	Mr. Vimal Kejriwal (Managing Director)
Group Affiliation (If Any)	RPG Group

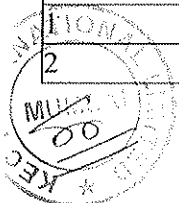
PART II

Issue Details		
ISIN	INE389H14LR8	
Proposed Date of Issue	08 December 2025	
Amount (Rs.)	Rs. 75 Crores	
Tenor and Date of Maturity	88 Days & 06 March 2026	
Proposed to be Listed / Unlisted	Proposed to be Listed	
End Use of CP / NCD proposed (specific details)	For Working Capital Purpose	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating – 1	Credit Rating – 2 (obtained if any)
Credit Rating Issuer	India Ratings & Research Pvt. Ltd., Fitch Group	CRISIL Limited
Rating	(A1+)	(A1+)
Date of Rating	04 November 2025	04 November 2025

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Validity of Issuance	60 days from date of rating	60 days from date of rating
Validity period for rating	1 Year	1 Year
For Amount (Rs.)	Rs. 1000 Crores	Rs. 1000 Crores
Conditions (If Any)	Nil	Nil
Long term credit rating obtained by the Issuer	"A+" issued by CARE	"A+" issued by ICRA
Unaccepted Credit Rating assigned to the Issuer	Nil	Nil
Issuing and Paying Agent Details (Name and Address)	Axis Bank Ltd., Axis House, Worli, Mumbai – 400 025	
Debenture Trustee Details (Name and Address) (In case of NCD)	N.A.	
Credit Enhancement Details (If any)	Nil	
Description of Instrument	Nil	
Amount (Rs. In Lacs)	Nil	
In Favor of	ISSUER OF CP / NCD / HOLDER OF CP / NCD	
Name and Address of the Guarantor		
Net worth of the Guarantor (Rs. In Lacs)	N.A.	
Extent of The Guarantee Offered by the Guarantor for the Issue	N.A.	
Conditions under which the guarantee will be invoked	N.A.	
Trustee Details (Name and Address)	N.A.	
Whether guarantor is a group entity	(Yes / No)	
If yes,		
Names of Companies to which Guarantor has issued similar guarantees: N.A.		
Name	Extent of Guarantee	Conditions Under Which the guarantee will be invoked





PART III

A. Issuer Financial Details

CP / NCD Borrowing	
Date of Board Resolution	08 May 2024
1. Limit approved by Board	Rs. 1000 Crores
2. Limit as per CRA	Rs. 1000 Crores
3. Limit approved by Regulator concerned (if applicable)	N.A.

**B. Details of CP / NCD and other Debt Instruments outstanding as on date of Letter of Offer
CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date)**

ISIN	Issue Date	Amount Issued	Maturity Date	Amount O/S (Rs)	IPA	Debenture Trustee (in case of NCD)	CRA	Rating	Rated Amount
				(As per Annexure 1)					

C. Fund-based facilities from banks/Financial institutions, if any

NAME OF THE BANK	NATURE OF THE FACILITY	O/S AMOUNT / LIMIT (Rs)	ASSET CLASSIFICATION
(As per Annexure 2 & 3)			

D. Shareholding Details of Promoters / Details of share Pledged

Shares held by Promoters - 13,33,69,101
% of Holding - 50.10%
(No shares has been pledged by promoters)



E. Financial Summary (Including Net worth / Equity / Investment in subsidiaries / Affiliates)

(Rs. In millions)

Particulars	30-Sep-25	31-Mar-25	31-Mar-24	31-Mar-23
Equity	532	532	514	514
Net worth	56,429	53,475	40,957	37,714
Investment in Subsidiaries/Affiliates	0	0	0	0
Total Debt Outstanding -Short Term (< 1 Year) -Other Debt	46,503	33,426	35,595	27,013
Gross Income	1,11,144	2,18,467	1,99,142	1,73,130
Operating Profit (PBITD)	7,905	15,748	12,670	8,611
Gross Profit (PBTB)	4,679	9,112	6,119	3,225
Net Profit (Post Tax)	2,853	5,707	3,468	1,760
Audit Qualifications (If Any)	No	No	No	No

Note: If the Issuer has not been in existence for three years, the information of the Issuer for the period such information is available shall be disclosed.

F. Details of Statutory auditor and changes thereof in the last three financial years

Price Waterhouse Chartered Accountants LLP, Chartered Accountants

Date of Appointment: July 26, 2017

Date of Re-appointment: June 30, 2022

G. Details of default-in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year – Nil.

H. Details of any other material event / development having implications for the financials / credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor's decision. I. Material Litigation if any: Nil

(All ongoing and outstanding material litigation irrespective of age to be reported)

J. Regulatory Strictures, if any: N.A

(Regulatory strictures issued during the past five Financial Years to be reported.)



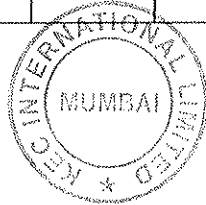
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Also, any regulatory structure which continue to be applicable is to be disclosed)

K. An Issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format: N.A

Category	Up to 30/31 days	>1 month – 2 months	>2 months – 3 months	>3 months – 6 months	>6 months – 1 year	> 1 year – 3 years	>3 years – 5 years	>5 years	Total
Deposit									
Advances									
Investments									
Borrowings									
Foreign Currency Assets (FCA)									
Foreign Currency Liabilities (FCL)									

Domani D.S.



Authorized Signatory of the Issuer

Date: 05/12/2025

Original / authenticated copy of any document related to above information will be made available to the investors on request.