



# PHYSICSWALLAH LIMITED

Date: February 05, 2026

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051 India

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001 India

**Scrip Code: 544609**

**Symbol: PWL**

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Acquisition of 100% stake of Nextseed Foundation**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company, at its meeting held today, i.e., Thursday, February 05, 2026, has, *inter alia*, approved the acquisition of 100% of the issued and paid-up equity share capital of Nextseed Foundation, a Section 8 Company, for a purchase consideration of INR 1,00,000 (Indian Rupees One Lakh Only), and the execution of the Share Transfer Agreement with Nextseed Foundation and its respective shareholders, along with other necessary documents in connection therewith.

Upon completion of the acquisition, Nextseed Foundation shall become a wholly owned subsidiary of the Company.

The detailed disclosure, as required under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, is enclosed herewith as **Annexure-1**.

The meeting of the Board of Directors commenced at 05:00 P.M. (IST) and concluded at 07:00 P.M. (IST)

This disclosure will also be hosted on the Company's website viz <https://www.pw.live/investor-relations>

Request you to kindly take the same on record.

Thank you.

**Yours sincerely,  
For Physicswallah Limited**

**Ajinkya Jain  
Group General Counsel, Company Secretary & Compliance Officer  
Membership No.: A33261**



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## Annexure -1

Sl.	Particular	Details
1.	name of the target entity, details in brief such as size, turnover etc.;	<b>Name:</b> Nextseed Foundation <b>Paid-up share capital:</b> INR 1,00,000 <b>Turnover:</b> Nil, as the Company has not commenced its business operations to date.
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 proposed acquisition does not fall within the ambit of related party transaction(s). Further, the promoter, promoter group and/or group companies do not have any interest in the entity being acquired.
3.	industry to which the entity being acquired belongs;	Education Industry (Section 8 Company engaged in establishing, promoting, operating, supporting, and maintaining higher education institutions).
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 Company proposes to enter into a share transfer agreement for the acquisition of 100% equity shareholding of Nextseed Foundation.  The proposed acquisition is in furtherance of the Company’s strategic objective to establish, promote, operate, support, and maintain higher education institutions, whether online or offline, including, inter alia, colleges, research centres, vocational and technical institutes, and other educational institutions. The acquisition is intended to strengthen the Company’s presence in the higher education segment and enable the provision of quality education, research, training, and capacity-building across various disciplines, for the benefit of the public at large.
5.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable
6.	indicative time period for completion of the acquisition	Within 3 months from the date of execution of Share Transfer Agreement (“STA”) unless extended by the parties to the SPA.
7.	consideration - whether cash consideration or share swap or any other form and details of the same	All Cash Consideration.
8.	cost of acquisition and/or the price at which the shares are acquired	The shares are proposed to be acquired at a total consideration of INR 1,00,000 (Indian Rupees One Lakh Only), at INR 10 per equity share.



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9.	percentage of shareholding / control acquired and / or number of shares acquired	<p>The Company proposes to acquire 10,000 equity shares of face value INR 10 each, representing 100% of the issued and paid-up equity share capital of Nextseed Foundation.</p> <p>Upon completion of the acquisition, the Company will acquire complete ownership and control over Nextseed Foundation, which shall consequently become a wholly owned subsidiary of the Company.</p>
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);	<p>Nextseed Foundation was incorporated on June 21, 2025, as a Section 8 company under the Companies Act, 2013, with the object to establish, promote, operate, support, and maintain higher education institutions and/or their branches, including, <i>inter alia</i>, colleges, research centres, vocational and technical institutes, and other educational institutions, with the objective of providing quality education, research, training, and capacity-building across various disciplines for the benefit of the public at large.</p> <p>The Company has not commenced its business operations to date; accordingly, the turnover for the last three financial years is Not Applicable.</p> <p>Country of presence: India.</p>