



ANUPAM RASAYAN INDIA LTD.

ARILSLDSTX20260212081

Date: February 12, 2026

To, BSE Limited, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001 BSE Scrip Code: 543275	To, National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G. Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051 NSE Symbol: ANURAS
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Dear Sir/ Madam,

Subject: Outcome of board meeting

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations")

In continuation to our earlier intimation dated 9 December 2025 and in furtherance of the board resolution passed by the board of directors ("**Board**") of Anupam Rasayan India Limited ("**Company**") on 9 December 2025, in which the Company disclosed *inter alia* that: (a) the acquisition of Monitchem Kansas S.à r.l ("**Target**") and its subsidiaries, namely: (i) Kansas HoldCo Inc.; (ii) Kansas HoldCo 1, Inc.; and (iii) Jayhawk Fine Chemicals Corporation (collectively, the "**Target Group**"), was approved; (b) the execution of a Sale and Purchase Agreement dated 9 December 2025 for the acquisition of the Target and the Target Group (including through an affiliate) ("**SPA**") was approved; (c) approval was accorded to the Company to *inter alia* subscribe to the shares of a body corporate, give loans and provide guarantees up to an amount of Rs. 4,500 crores (which was approved by the shareholders by resolution dated January 09, 2026); and (d) approval was accorded to the Company to sell, lease, mortgage or otherwise dispose off whole or substantially whole of the undertaking of the Company (which was approved by the shareholders by resolution dated January 09, 2026), please note the following:

1. The Board has, at its meeting held on 12 February 2026 ("**Meeting**"), approved, ratified and confirmed the actions of the Company pursuant to the approval by, and acting under the authority granted by, the Board in its meeting held on 9 December 2025 in relation to the acquisition of:
 - (a) 12,000 shares of Doriath S.à r.l., a wholly owned subsidiary of the Company ("**Doriath**" / "**Acquire Co.**"), representing 100% equity stake in Doriath, by way of an overseas investment from Palaos S.à r.l. ("**Palaos**") pursuant to the share transfer agreement dated 5 February 2026 between the Company and Palaos; and
 - (b) 1,800 shares of Batam S.à r.l. ("**Batam**" / "**Invest Co.**"), representing 15% equity stake in Batam, by way of an overseas investment from Palaos pursuant to the share transfer agreement dated 11 February 2026 between, *inter alia*, the Company and Palaos.

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Please note that the acquisition of Doriath has been completed on 10 February 2026. Consideration for Batam has been paid by the Company and completion of the acquisition is in process. Please refer to Annexure A for further information in relation to the abovementioned share transfer agreements.

2. The Board has, at its Meeting, approved and given its consent for the execution of the assignment agreement by and between the Company and Doriath ("**Assignment Agreement**"), pursuant to which the Company's rights to acquire the entire shareholding of the Target under the SPA (executed by and between, *inter alia*, the Company and CABB Europe GmbH) are to be assigned to Doriath (which is a wholly owned subsidiary of the Company).
3. The Board has, at its Meeting, approved and given its consent for, *inter alia*, the following with respect to the Company:
 - (a) the Company's entry into and consummation of transactions contemplated under the following credit facilities:
 - (i) USD 20,000,000 (United States Dollars Twenty Million) to be availed by Doriath, a wholly-owned subsidiary of the Company (the "**Credit Facilities**") from Altis XII Pte. Ltd., a private limited company incorporated under the laws of Singapore, and/or its affiliates and/or nominees on the terms and conditions set out in the respective note subscription agreements and the financing documents (including the security documents) in relation to the Credit Facilities (collectively referred to as "**Transaction Documents**"); and
 - (ii) USD 30,000,000 (United States Dollars Thirty Million) to be availed by the Company as External Commercial Borrowing from Axis Bank Limited, IBU GIFT City and other syndicated lenders (including its successors, assigns and transferees) ("**ECB Facility**"), from time to time, on the terms and conditions set out in the facility agreement and the financing documents (including the security documents) in relation to the ECB ("**ECB Transaction Documents**");
 - (b) utilisation of the proceeds of the:
 - (i) Credit Facilities to fund the partial consideration for the acquisition by Doriath of: (i) 100% of the total issued share capital in the Target in accordance with the SPA; and (ii) an intragroup loan receivable owed by Kansas HoldCo 1, Inc. to CABB GmbH ("**Target Acquisition**"); and
 - (ii) ECB Facility, to make an 'Overseas Direct Investment' in the Acquire Co., by way of a loan not exceeding USD 20,000,000 (United States Dollars Twenty Million) to partially

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finance the Target Acquisition and to pay fees, expenses and costs related to the Target Acquisition and the ECB Facility ("**Overseas Investment**");

4. Additionally, the Board has, at its Meeting, approved and / or provided consent for the following:
- (i) entry into the note subscription agreements, with, amongst others, Doriath ("**Note Subscription Agreements**") with Altis XII Pte. Ltd. for grant of the Credit Facilities to Acquire Co.;
 - (ii) appointment of Catalyst Trusteeship Limited as the onshore security trustee/security agent under each of the Credit Facilities through a security agent agreement ("**Security Agent Agreement**");
 - (iii) issuance of corporate guarantees and indemnities to secure the Credit Facilities as well as guaranteeing and issuing other security to secure certain financial facilities to be availed by Batam, in accordance with (amongst others) the terms of the corporate guarantee deeds to be executed between the Company and Catalyst Trusteeship Limited ("**Security Agent**") and/or Altis XII Pte. Ltd. and the Note Subscription Agreement/s with Altis XII Pte. Ltd. and such other agreements, documents and instruments to give effect these guarantees and securities ("**Guarantees**");
 - (iv) creation of (amongst others):
 - (A) first ranking *pari passu* charge by way of hypothecation over the movable fixed assets of the Company, in accordance with the terms of the deeds of hypothecation to be executed between the Company and the Security Agent to secure the Credit Facilities and the Guarantees ("**Deeds of Hypothecation**");
 - (B) first ranking *pari passu* charge by way of mortgage over identified immovable properties of the Company, in accordance with the terms of the mortgage documents to be executed between the Company and the Security Agent to secure the Credit Facilities and the Guarantees ("**Mortgage Documents**");
 - (C) exclusive pledge over the shares held by the Company in Acquire Co. in accordance with the terms of the pledge agreements to secure the Credit Facilities ("**Pledge Agreements**");
 - (D) contractual and system non-disposal undertaking (by way of Form 39/ system freeze on account arrangement), with respect to the shares held by the Company in Tanfac Industries Limited in favour of the Security Agent ("**Non-Disposal Undertaking**") together with attendant undertakings in connection with

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mandatory repayment of the Credit Facilities pursuant to any disposal of any such securities; and

- (E) creation of other security by way of charge, mortgage and/or pledge over the shares and/or assets of the Acquire Co and each of their subsidiaries, in terms of the relevant Transaction Documents;
- (v) entry into the facility agreement with, amongst others, Axis Bank Limited, IBU GIFT City for grant of the ESCB Facility to the Company ("**ECB Facility Agreement**");
- (vi) appointment of Axis Trustee Services Limited as the security trustee/security agent ("**ECB Security Agent**") under the ECB Facility through a security trustee agreement ("**Security Trustee Agreement**");
- (vii) creation of (amongst others):
 - (A) first ranking *pari passu* charge by way of hypothecation over the movable fixed assets of the Company, in accordance with the terms of the deed of hypothecation to be executed between the Company and the ECB Security Agent to secure the ECB Facility ("**ECB Deed of Hypothecation**");
 - (B) first ranking *pari passu* charge by way of mortgage over the identified immovable properties of the Company, in accordance with the terms of the mortgage documents to be executed between the Company and the ECB Security Agent to secure the ECB Facility ("**ECB Mortgage Documents**");
 - (C) first ranking pledge over the Interest Service Reserve Account equivalent to 3 months of interest servicing of the ECB Facility, in accordance with the terms of the account charge/pledge documentation to be executed between the Company and the ECB Security Agent (*defined below*) ("**ISRA Charge Documents**"); and
 - (D) contractual non-disposal undertaking over the shares held by the Company in Tanfac Industries Limited ("**ECB Non-Disposal Undertaking**") in favour of the ECB Security Agent.
- (viii) entry into a loan agreement with Doriath to extend a loan not exceeding USD 20,000,000 (United States Dollars Twenty Million), including provisions for the convertibility of such loan into Class A ordinary shares of Doriath ("**Loan Agreement**"); and

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- (ix) entry into a share subscription agreement with Doriath pursuant to conversion of the loan into the Class A ordinary shares of the Acquirer ("**Share Subscription Agreement**").

Please note that the following agreements and documents are yet to be executed and will be executed as per the terms approved by the Board: Note Subscription Agreements, Guarantees, Deeds of Hypothecation, Mortgage Documents, Transaction Documents, Pledge Agreements, Non-Disposal Undertaking, ECB Transaction Documents, ECB Facility Agreement, ECB Deed of Hypothecation, ECB Mortgage Documents, ISRA Charge Documents, ECB Non-Disposal Undertaking, Security Agent Agreement, Security Trustee Agreement, Loan Agreement and Share Subscription Agreement. Further details in relation to these documents shall be intimated to the Stock Exchanges within the timelines prescribed, and as required, under the Listing Regulations.

The details as required under Regulation 30 of the Listing Regulations read with Paragraph 1 of Part A of Schedule III of the Listing Regulations and the Securities and Exchange Board of India master circular bearing reference number HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, issued on 30 January 2026, are given in Annexure A below.

The meeting commenced at 1:06 p.m. and concluded at 1:40 p.m. IST.

Kindly take the same on your record.

Thanking you.

Yours sincerely,

For ANUPAM RASAYAN INDIA LIMITED

Ashish Gupta
Company Secretary & Compliance Officer

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Annexure A

Information as required under Regulation 30 of the Listing Regulations read with Clause 1 of Part A of Schedule III to the Listing Regulations and SEBI master circular bearing reference number HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, issued on 30 January 2026

Sr. No.	Details of events required to be disclosed	Disclosure
1.	Name of the target entity; brief details such as size, turnover, etc.	<p>(a) Doriath S.à r.l. ("Doriath"), a société à responsabilité limitée (private limited liability company) incorporated and existing under the laws of the Grand Duchy of Luxembourg. Doriath is registered with the Luxembourg Trade and Companies Register under number B300157 and has its registered office at 9, rue de Bitbourg, L-1273 Luxembourg.</p> <p>Turnover / size: Doriath has net assets of Eur 7,024.84.</p> <p>(b) Batam S.à r.l ("Batam"), a company incorporated under the laws of the Grand Duchy of Luxembourg. Batam is registered with the Luxembourg Trade and Companies Register under number B301756 and has its registered office at 9, rue de Bitbourg, L-1273 Luxembourg.</p> <p>Turnover / size: Batam has net assets of Eur 6,389.19.</p>
2.	Whether the acquisition falls within related party transaction(s); whether the promoter/promoter group/group companies have any interest in the entity being acquired; if yes, the nature of interest and details thereof; whether the transaction is done at "arm's length."	<p>The acquisitions would not fall within related party transaction.</p> <p>The promoter/promoter group/group companies do not have any interest in the entity being acquired.</p>
3.	Industry to which the entity being acquired belongs.	Doriath and Batam are intended to provide certain consultancy services.

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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 primary object of these acquisitions is to create a corporate presence in Luxembourg.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not applicable.
6.	Indicative time period for completion of the acquisition.	Doriath: Completed on 10 February 2026 Batam: Expected to be completed on 12 February 2026
7.	Whether cash consideration, share swap, or any other form, along with details of the same.	Cash consideration.
8.	Cost of acquisition and/or the price at which the shares are acquired.	(a) For the acquisition of Doriath: EUR 7,024.84 (b) For the acquisition of Batam: EUR 958.38
9.	Percentage of shareholding/control acquired and/or number of shares acquired.	For Doriath: 12,000 (representing 100% equity stake of Doriath) ordinary shares, with 100% control. For Batam: 1,800 (representing 15% equity stake of Batam) ordinary shares. The Company does not have any control or board rights over Batam.
10.	Brief background about the entity acquired, including: products/line of business acquired; date of incorporation; history of last 3 years' turnover; country in	Doriath is a company incorporated in the Grand Duchy of Luxembourg and was registered with the <i>Registre de Commerce et des Sociétés</i> on 29 September 2025. Doriath did not have any turnover over the last 3 years. Doriath will undertake <i>inter alia</i> the business of consultancy services. In addition, Doriath is intended to be the affiliate that will acquire the Target under the terms of the Sale and Purchase Agreement between the Company and CABB Europe GmbH dated 9 December 2025.

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	which the acquired entity has presence; and any other significant information.	Batam is a company incorporated in the Grand Duchy of Luxembourg and was registered with the <i>Registre de Commerce et des Sociétés</i> on 14 November 2025. Batam did not have any turnover over the last 3 years. Batam will undertake <i>inter alia</i> significant consultancy services including financial services. The Company intends to assist Batam in its business activities.
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