

# ANUPAM RASAYAN INDIA LTD.

ARILSLDSTX20260215088

February 15, 2026

To,  
BSE Limited,  
1st Floor, New Trading Ring,  
P. J. Towers, Dalal Street, Fort,  
Mumbai - 400 001, Maharashtra, India  
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, Maharashtra, India  
NSE Symbol: ANURAS

Dear Sir/ Madam,

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

1. In continuation to (i) our earlier intimations dated 9 December 2025 and 12 February 2026; and (ii) the board resolutions passed by the board of directors ("**Board**") of Anupam Rasayan India Limited ("**Company**") on 9 December 2025 and 12 February 2026, it may be noted that the Company acquired:

- (i) 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
- (ii) 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.

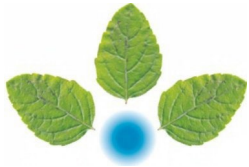
As disclosed in our disclosure dated 12 February 2026, please note that (i) the acquisition of Doriath has been completed on 10 February 2026; (ii) the consideration for Batam has been paid by the Company and completion of the acquisition is in process; and (iii) further details in relation to 1(i) and 1(ii) above have been provided in the disclosure dated 12 February 2026.

2. Additionally, on 14 February 2026, the Company executed, among others the following:

- (i) Credit facility of 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 "**Facility Transaction Documents**").

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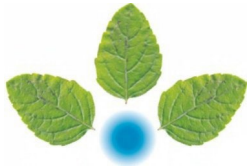


## ANUPAM RASAYAN INDIA LTD.

- (ii) Credit facility of 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**").
- (iii) Note subscription agreement, with, amongst others, Doriath ("**Note Subscription Agreement**") for grant of the Credit Facilities to Acquire Co.
- (iv) Facility agreement with, amongst others, Axis Bank Limited, IBU GIFT City for grant of the ECB Facility to the Company ("**ECB Facility Agreement**").
- (v) Security agent agreement for the appointment of Catalyst Trusteeship Limited as the onshore security trustee/security agent under each of the Credit Facilities ("**Security Agent Agreement**").
- (vi) Security trustee agreement for the appointment of Axis Trustee Services Limited as the security trustee/security agent ("**ECB Security Agent**") under the ECB Facility ("**Security Trustee Agreement**").
- (vii) Corporate guarantee deeds between the Company and Catalyst Trusteeship Limited ("**Security Agent**") and indemnities to secure the Credit Facilities as well as agreements and documents under which the Company is guaranteeing and issuing other security to secure certain financial facilities being availed by Batam ("**Guarantees**").
- (viii) Deeds of hypothecation, between the Company and the Security Agent, to secure the Credit Facilities and the Guarantees for creation of first ranking *pari passu* charge by way of hypothecation over the movable fixed assets of the Company ("**Deeds of Hypothecation**").
- (ix) Mortgage documents, between the Company and the Security Agent, to secure the Credit Facilities and the Guarantees for creation of first ranking *pari passu* charge by way of mortgage over identified immovable properties of the Company ("**Mortgage Documents**").
- (x) Pledge agreements creating exclusive pledge over the shares held by the Company in Acquire Co. in order to secure the Credit Facilities.
- (xi) Non-disposal undertaking over the shares held by the Company in Tanfac Industries Limited in favour of the Security Agent ("**Non-Disposal Undertaking**").

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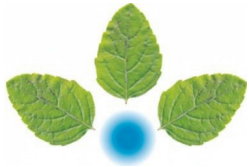
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- (xii) Deeds of hypothecation, between the Company and the ECB Security Agent, to secure the ECB Facility for creation of first ranking *pari passu* charge by way of hypothecation over the movable fixed assets of the Company ("**ECB Deed of Hypothecation**").
  - (xiii) Mortgage documents, between the Company and the ECB Security Agent, to secure the ECB Facility for creation of first ranking *pari passu* charge by way of mortgage over identified immovable properties of the Company ("**ECB Mortgage Documents**").
  - (xiv) Charge/pledge documentation, between the Company and the ECB Security Agent, for creation of first ranking pledge over the Interest Service Reserve Account equivalent to 3 months of interest servicing of the ECB Facility ("**ISRA Charge Documents**").
  - (xv) 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.
  - (xvi) 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**").
  - (xvii) Share subscription agreement with Doriath pursuant to conversion of the loan into the Class A ordinary shares of the Acquirer ("**Share Subscription Agreement**").
3. The Board noted that Batam has agreed to invest USD 110,000,001 into Doriath pursuant to a share subscription agreement dated 12 February 2026 against the issuance of certain shares to Batam, under the terms of which the investment proceeds will be used by Doriath to partially fund the acquisition by Acquire Co. of: (a) 100 per cent. of the total issued share capital in the Monitchem Kansas S.à r.l. ("**Target**"); and (b) an intragroup loan receivable owed by Kansas HoldCo 1, Inc. to CABB GmbH, both in accordance with the Sale and Purchase Agreement dated 9 December 2025 between the Company and CABB Europe GmbH (as assigned to Doriath pursuant to the assignment agreement dated 12 February 2026 between *inter alios* Doriath and the Company). Batam has agreed to waive all its voting rights over such shares subject to the terms of the share subscription agreement and the Note Subscription Agreement.

The details as required under Regulation 30 of the Listing Regulations read with Clause 5 of Para B of Part A of Schedule III and Clause 11 of Para B 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 (on the loan agreements entered into by the Company) and Annexure B (on the corporate guarantee issued by the Company) below.

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This disclosure is also being hosted on the website of the Company at [www.anupamrasayan.com](http://www.anupamrasayan.com).

Kindly take the same on your record.

Thanking you.

Yours sincerely,

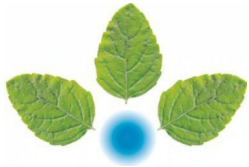
**For ANUPAM RASAYAN INDIA LIMITED**

**Ashish Gupta**  
**Company Secretary & Compliance Officer**

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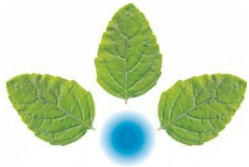
## Annexure A

Information as required under Regulation 30 of the Listing Regulations read with Clause 5 of Para B 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(s) of parties with whom the agreement is entered	<p>(a) <b>Note Subscription Agreements (Investor Facilities):</b> Doriath S.à r.l. (Issuer), Batam S.à.r.l., the Company (Guarantor), Altis XII Pte. Ltd. (Original Holder, Agent, and Offshore Security Agent) and Catalyst Trusteeship Limited (Onshore Security Agent).</p> <p>(b) <b>Security Documents:</b></p> <ul style="list-style-type: none"><li>• <b>Corporate Guarantee Deeds:</b> Company (Guarantor) and Catalyst Trusteeship Limited (Onshore Security Agent) and Altis XII Pte. Ltd. (Offshore Security Agent), respectively.</li><li>• <b>Deeds of Hypothecation:</b> Company (Chargor) and Catalyst Trusteeship Limited (Onshore Security Agent).</li><li>• <b>Pledge Agreements:</b> Company (Pledgor) and Altis XII Pte. Ltd. (acting as Common Offshore Security Agent).</li><li>• <b>Security Over assets of the Target and Target Group:</b> Upon acquisition of the Target and Target Group by Doriath and subject to requisite approval required under applicable law, a charge will be created on the assets of the Target and the Target Group to secure the Investor Facilities, in accordance with AcquireCo Note Subscription Agreement.</li></ul> <p>(c) <b>Contractual Undertaking</b></p> <p><b>Non-Disposal Undertaking:</b> Company and Catalyst Trusteeship Limited (Onshore Security Agent).</p>

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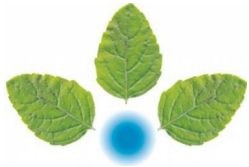


# ANUPAM RASAYAN INDIA LTD.

2.	Purpose of entering into the agreement	The proceeds of the Investor Facilities will be utilised by the respective Issuers for financing the acquisition of the Target and the Target Group.
3.	Size of agreement	<p>(a) <b>AcquireCo Note Subscription Agreement:</b> USD 20,000,000 (United States Dollars Twenty Million).</p> <p>(b) <b>Guarantees by the Company:</b> Guarantees to cover the Credit Facilities and the Guarantees aggregating to USD 150,000,000 (United States Dollars One Hundred and Fifty Million)</p> <p>(c) <b>Security provided by the Company:</b></p> <ul style="list-style-type: none"> <li>• <i>Pari passu</i> charge by way of hypothecation over movable fixed assets of the Company to secure the Investor Facilities and the Guarantees.</li> <li>• <i>Pari passu</i> charge by way of mortgage over immovable properties of the Company to secure the Investor Facilities and the Guarantees.</li> <li>• Pledge over all the shares of the Company held in Doriath and Batam to secure the Investor Facilities and the Guarantees.</li> <li>• Upon acquisition of the Target and Target Group by Doriath and subject to requisite approval required under applicable law, a charge will be created on the assets of the Target and the Target Group to secure the Investor Facilities, in accordance with AcquireCo Note Subscription Agreement.</li> </ul> <p>(d) <b>Contractual Undertaking provided by the Company:</b> Non-disposal undertaking over 25.80% shareholding in Tanfac Industries Limited.</p>
4.	Shareholding, if any, in the entity with whom the agreement is executed	<p>(a) The Company holds 100% of the ordinary shares in Doriath S.à.r.l. and 15% of the ordinary shares in Batam S.à r.l.</p> <p>(b) The Company does not hold any shareholding in Altis XII Pte. Ltd. or Catalyst Trusteeship Limited.</p>

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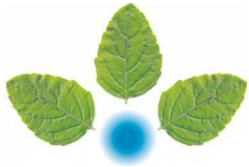
## ANUPAM RASAYAN INDIA LTD.

5.	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.	The Investor Facilities do not confer any right to appoint directors on the board of the Company until the occurrence of an event of default as per the terms of the share subscription agreement dated 14 February 2026 between Doriath and Batam or any first right to subscribe for shares in the Company. However, a change of control of the Company (including if the Promoters ceasing to hold at least 51% of the share capital and voting rights in the Company or ceasing to control the Company) would constitute an event upon which the lenders may require early redemption of the Notes. Additionally, amendments to the Company's constitutional documents require the prior consent of the lenders (other than minor or technical amendments). Further, the Common Offshore Security Agent has consent rights over certain reserved matters at Doriath level, including the right to appoint a board observer on Doriath's board.
6.	Whether the said parties are related to promoter / promoter group/group companies in any manner; if yes, nature of relationship	(a) Altis XII Pte. Ltd. and Catalyst Trusteeship Limited are <u>not</u> related to the promoters/promoter group/group companies of the Company.  (b) Doriath S.à.r.l. is a wholly-owned subsidiary of the Company.
7.	Whether the transaction would fall within related party transactions; if yes, whether the same is done at "arm's length".	The transactions with and for the benefit of Doriath S.à.r.l. (being a wholly-owned subsidiary of the Company), including the corporate guarantee, security and other credit support proposed to be furnished by the Company (as aforesaid), would constitute related party transaction. The transactions are all proposed to be undertaken on an arm's length basis.  The Company will also receive a guarantee fee/commission from Doriath for issuing the Corporate Guarantee on their behalf on an arm's length basis.
8.	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not Applicable. No shares of the Company are being issued to any party under these transactions.
9.	In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total	(a) <b>Note Subscription Agreements (Investor Facilities):</b>  <ul style="list-style-type: none"> <li>• <b>Borrower/Issuer:</b> Doriath S.à.r.l. (a Luxembourg company).</li> <li>• <b>Lender/Original Holder:</b> Altis XII Pte. Ltd.</li> </ul>

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	<p>amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders/by the borrowers for such loan, or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis.</p>	<ul style="list-style-type: none"> <li>• <b>Nature:</b> Senior Secured Notes.</li> <li>• <b>Amount:</b> USD 20,000,000.</li> <li>• <b>Tenor:</b> 48 months from Issue Date.</li> <li>• <b>Date of Execution:</b> 14 February 2026.</li> </ul> <p>(b) <b>Security Documents in connection with the Investor Facilities:</b></p> <ul style="list-style-type: none"> <li>• <b>Corporate Guarantee Deeds:</b> To cover the Credit Facilities and the Guarantees aggregating to USD 150,000,000, executed by the Company in favour of Catalyst Trusteeship Limited as an Onshore Security Agent and Altis XII Pte. Ltd. as an Offshore Security Agent, respectively.</li> <li>• <b>Deeds of Hypothecation:</b> <i>Pari passu</i> charge by way of hypothecation over movable fixed assets including plant and machinery, machinery spares, vehicles, equipment, furniture and other movable assets of the Company.</li> <li>• <b>Mortgage Documents (to be executed):</b> <i>Pari passu</i> charge by way of mortgage over identified immovable properties of the Company.</li> <li>• <b>Share Pledges:</b> Pledge over 100% ordinary shares in Doriath S.à r.l. and Pledge over 15% ordinary shares in Batam S.à r.l. held by the Company.</li> <li>• <b>Security Over assets of the Target and Target Group:</b> Upon acquisition of the Target and Target Group by Doriath and subject to requisite approval required under applicable law, a charge will be created on the assets of the Target and the Target Group to secure the Investor Facilities, in accordance with AcquireCo Note Subscription Agreement.</li> </ul> <p>(c) <b>Contractual Undertakings in connection with the Investor Facilities:</b></p> <p><b>Non-Disposal Undertaking:</b> Over 25.80% shareholding held by the Company in Tanfac Industries Limited.</p>
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10.	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>(a) The funding under the Investor Facilities is subject to customary conditions precedent including execution of aforesaid financing and security documents, corporate authorisations, and completion of security perfection requirements.</p> <p>(b) The Company is required to complete certain security perfection requirements including registration of charges with the Registrar of Companies and necessary filings with the Authorised Dealer Bank pursuant to Foreign Exchange Management (Overseas Investment) Rules, 2022, Foreign Exchange Management (Overseas Investment) Regulations, 2022, Master Direction - Overseas Investment and the Foreign Exchange Management Act, 1999, within prescribed timelines.</p> <p>(c) There is no potential conflict of interest arising out of the aforesaid agreements.</p>
11.	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <p>(i) name of parties to the agreement;</p> <p>(ii) nature of the agreement;</p> <p>(iii) date of execution of the agreement;</p> <p>(iv) details of amendment and impact thereof or reasons of termination and impact thereof</p>	Not Applicable.

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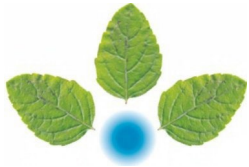
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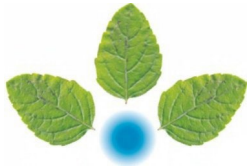
## Annexure B

Information as required under Regulation 30 of the Listing Regulations read with Clause 11 of Para B 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 party for which such guarantees or indemnity or surety was given.	<p>The corporate guarantees dated 14 February 2026 have been issued by Anupam Rasayan India Limited ("<b>Company</b>"), guaranteeing the obligations of:</p> <p>(a) Doriath S.à r.l. ("<b>Doriath</b>"), 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>(b) Batam S.à r.l. ("<b>Batam</b>"), 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>The guarantees are executed in favour of Catalyst Trusteeship Limited and Altis XII Pte. Ltd.</p>
2.	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	<p>Doriath is a wholly owned subsidiary of the Company. The corporate guarantee would constitute a related party transaction and is proposed to be undertaken on an arm's length basis.</p> <p>The Company owns 15% of the ordinary shares of Batam without any control or board rights.</p> <p>The Company will also receive a guarantee fee/commission from Doriath and Batam for issuing the corporate guarantee on their behalf on an arm's length basis.</p> <p>Altis XII Pte. Ltd. and Catalyst Trusteeship Limited are not related to the promoters/promoter group/group companies.</p>

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## ANUPAM RASAYAN INDIA LTD.

3.	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee.	<p>(a) Guarantee cover over the Credit Facilities and Guarantees that aggregate to USD 150,000,000 (United States Dollars One Hundred and Fifty Million).</p> <p>(b) <b>Nature of Guarantee:</b> Irrevocable and unconditional continuing guarantee,</p> <p>(c) <b>Nature of Indemnity:</b> Guarantor to indemnify finance parties against any cost, loss or liability if guaranteed obligations become unenforceable, invalid or illegal,</p> <p>(d) <b>Guarantee Period:</b> From the date of the guarantee until 12 (twelve) months after the maturity date under the AcquireCo Facility and the InvestCo Facility.</p> <p>(e) <b>Governing Law:</b> Indian Law and English Law</p>
4.	Impact of such guarantees or indemnity or surety on listed entity.	In case of invocation of the guarantee, the Company may have monetary liability of an amount that is due under the Credit Facilities and the Guarantees for an aggregate amount of USD 150,000,000 (United States Dollars One Hundred and Fifty Million).

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