

BALAJI PHOSPHATES LIMITED

CIN: L24123MP1996PLC067394

(Formerly known as BALAJI PHOSPHATES PRIVATE LIMITED – CIN: U24123MP1996PTC067394)

REGD. OFFICE: 305 UTSAV AVENUE, 12/5 USHA GANJ JAORA COMPOUND, G.P.O., INDORE-452001,
MADHYA PRADESH, INDIA,

(Previously Situated at Shop No.6, Ayodhya Das Trade Center Vijay Chowk, Gorakhpur-273001 UP INDIA)

Date: 10th July, 2026

To,
The Manager,
The Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051.

SYMBOL: BALAJIPHOS

Dear Sir/Madam,

Sub: Outcome of the Board Meeting under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), we wish to inform that the Board of Directors of **Balaji Phosphate Limited** (“the Company”), at its meeting held today i.e. Friday, 10th July, 2026, at 2:00 P.M. has inter alia considered and approved the following:

- 1. Increase in Authorized Share Capital and consequent alteration of the Clause V of Memorandum of Association of the Company.**

Subject to the approval of the shareholder’s, approved the increase in the Authorised Share Capital of the Company from INR. 25,00,00,000. /- (Twenty Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakh Only) Equity Shares of INR. 10/- (Ten) each to INR. 35,00,00,000/- (Thirty Five Crore only) divided into 3,50,00,000 (Three Crore Fifty Lakh only) equity shares of INR. 10/- (Ten only) each and consequent amendment to clause V of the Memorandum of Association of the Company.

- 2. Issuance of Upto 45,00,000 (Forty-Five Lakh) Equity Shares on Preferential Basis to Promoter and Promoter Group.**

The Board further deliberated on the proposal for issuance of up to 45,00,000 (Forty-Five Lakh) equity shares of the Company on a preferential basis for consideration other than cash.

The Board noted that the Promoter’s have proposed to consolidate the businesses of the group companies, namely, Divya Jyoti Agritech Private Limited and Chatak Agro (India) Private Limited, under the Company. The proposed acquisition is intended to bring these businesses under a single listed entity with a view to enhancing transparency, creating a more investor-friendly corporate structure and eliminating any ambiguity arising from similar business activities being carried on by multiple group companies.

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After detailed deliberations, the Board accorded its in-principle approval to pursue the proposed acquisition of the businesses of Divya Jyoti Agritech Private Limited and Chatak Agro (India) Private Limited, subject to completion of the restructuring process, finalization of the valuation and share swap ratio, execution of definitive transaction documents and receipt of the requisite statutory, regulatory, stock exchange, corporate and shareholders' approvals, as applicable.

The Board further noted that the consideration for the proposed acquisition shall be discharged by way of issuance of upto 45,00,000 equity shares of the Company on a preferential basis for consideration other than cash in one or more tranches, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The valuation of the businesses and the share swap ratio shall be determined by an independent registered valuer in accordance with the applicable provisions of law. The final terms of the proposed transaction, including the valuation, share swap ratio and other material terms and conditions, shall be placed before the Board for its consideration and approval upon completion of the restructuring process.

The Company shall make the necessary disclosures and obtain the requisite approvals, including the in-principle approval of the National Stock Exchange of India Limited, and shall intimate the Stock Exchange(s) regarding the final terms of the proposed transaction, as and when the same are finalized, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

3. Approved the appointment of **Mr. Vasu Aggarwal, Registered Valuer (Reg No. IBB/RV/06/2021/13856)**, for the purpose of valuation in connection with the proposed issuance of Convertible Warrants on preferential basis, in accordance with the applicable provisions of the Companies Act, 2013, SEBI regulations and other applicable laws.
4. **Issuance of upto 25,00,000 (Twenty Five Lakh) Convertible Warrants ("Warrants") into equity shares on Preferential Basis to Non Promoter Group**

Approved issue upto 25,00,000 (Twenty Five Lakh) Convertible Warrants ("Warrants") into equity shares each carrying a right exercisable by the Warrant holder to subscribe to one Equity Share of face value of INR. 10/- each, to person's belonging to 'Non-Promoter' Category on preferential basis ("Preferential Issue") at an issue price of INR 98.30/- (Ninety Eight Rupees Thirty paise) per warrant in accordance with provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended up to-date and applicable provisions of Companies Act, 2013 and rules made there-under, aggregating upto INR.24.575 Crores/- (Twenty Four Crore Fifty Seven Lakhs Fifty Thousand Only) for Cash to be convertible at the option of the warrant holder in one or more tranches within 18 months from the date of allotment, subject to the approval of shareholders and other statutory approvals.

The Company is listed on the NSE Emerge Platform. Accordingly, the proposed increase in the paid-up equity share capital of the Company pursuant to the preferential issue shall be subject to obtaining the in-principle approval of the National Stock Exchange of India Limited (NSE) and such other statutory, permissions, consents and sanctions as may be required under the applicable laws.

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The information in connection with the Preferential Issue pursuant to Regulation 30 of the SEBI Listing Regulations read SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/155 dated November 11, 2024, is enclosed as **Annexure A** to this letter.

5. **Approved the appointment of M/s Shubham N Jain & Co. (FRN:025902C), as the Internal Auditor of the Company** for the Financial Year 2026-27, pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder.
6. **Approved the appointment of M/s M.P. Turakhia & Associates, Cost Accountants, as the Cost Auditor** of the Company for the Financial Year 2026-27, subject to ratification of remuneration by the shareholders, if applicable, pursuant to the provisions of the Companies Act, 2013 and rules made thereunder.
7. **Notice of Extra Ordinary General Meeting**
Approved the Notice convening an Extra Ordinary General Meeting ("EGM") of the Members of the Company to be held on **Tuesday, 11th August, 2026 at 2:00 p.m.** at the **Registered Office of the Company**, to seek the necessary approval of the Member's for the proposed preferential issue and other matters set out in the Notice.
8. Approved the appointment of **Mrs. Dipika Kataria, Practicing Company Secretary (C.P. 9526)**, as the Scrutinizer for conducting the remote e-voting process and voting during the ensuing Extra Ordinary General Meeting ("EGM") of the Company in a fair and transparent manner, in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

The Board Meeting commenced at 2: 00 P.M. and concluded at 6:00 P.M.

We request you to take the same on record.

Yours faithfully,
Thanking you,
For Balaji Phosphates Limited

Mohit Airen
Managing Director
DIN: 00326470

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Annexure-A

Disclosure under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/155 dated November 11, 2024

Sr. No.	Particular	Details
1	Type of Securities proposed to be issued	Convertible warrants (“Warrants”) into equity shares of the Company
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.).	Preferential Issue under Chapter V of the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 and other applicable law.
3	Total number of Securities proposed to be issued or the total amount for which the Securities will be issued	Issuance of upto 25,00,000 (Twenty Five Lakh) Convertible warrants into equity shares of the company for an aggregate amount of upto INR.24.575 Crores/- (Twenty Four Crore Fifty Seven Lakhs Fifty Thousand Only)
4	Issue Price	Convertible Warrant to be issued at INR.98.30/-, being determined by the Board in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
Additional Information in Case of Preferential Issue :		
5	Name and number of the Investor(s)	As per the list Enclosed Below as Annexure-1
	Post allotment of securities - Issue price (in case of convertibles)	Issue price of INR. 98.30/-
	Post allotment of securities – outcome of the subscription	As per the list Enclosed Below as Annexure-1
6	In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.	Each Warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable.
7	Nature of Consideration (Whether cash or consideration other than cash)	Cash
8	Use Proceeds	The Funds will be utilised towards pursuing strategic business opportunities, working capital or facilitating the growth and expansion of the Company and its subsidiaries, and for meeting

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		general corporate purposes.
9.	In case of issuance of debt securities or other non convertible securities the listed entity shall disclose additional details to the stock exchange(s)	NA
10.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	NA

For Balaji Phosphates Limited

Mohit Airen
Managing Director
DIN: 00326470

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Annexure-1

LIST OF PROPOSED ALLOTTEES FOR WARRANTS CONVERTIBLE INTO EQUITY SHARES

Sr. No.	Name of Proposed Allottees	Category	No. of Share warrant proposed to be issued and allotted (up to)	Pre- Preferential Holding		Post- Preferential Holding (Fully Diluted)*	
				No. of Shares	Percentage(%)	No. of Shares	Percentage(%)
1.	Sandeep Kumar Agrawal HUF	Non Promoter Group	440000	63000	0.26	503000	1.91
2.	Vikram Paints Private Limited	Non Promoter Group	470000	66000	0.28	536000	2.04
3.	Prafful Agarwal	Non Promoter Group	440000	130000	0.55	570000	2.17
4.	Mala	Non Promoter Group	360000	199000	0.84	559000	2.13
5.	Sarita Gupta	Non Promoter Group	290000	0	0	290000	1.10
6.	Miker Financial Consultants Private Limited	Non Promoter Group	250000	0	0	250000	0.95
7.	Veessa Citadel LLP	Non Promoter Group	250000	0	0	250000	0.95
	TOTAL		2500000	458000	1.93	2958000	11.26

Note*- Post preferential issue shareholding is on fully diluted basis with the assumption that all the convertible warrants will be converted into equity shares.

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