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: September 26, 2026

To,
The Deputy Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Scrip Symbol: BALAJIPHOS
ISIN: INE0PQ601019

Sub: "Intimation regarding approval of Shareholders for Issuance of 5,146,350 Convertible Warrants to Promoter & Non Promoter Group & Issuance of 14,49,900 Equity Sharers to Promoter's or Promoter Group."

Dear Sir,

We wish to inform you that the Members of the Company, at the 30th Annual General Meeting held on 26th September, 2026, had approved the Issuance of 5,146,350 Convertible Warrants to Promoter & Non Promoter Group & Issuance of 14,49,900 Equity Sharers to Promoter's or Promoter Group."

Details of the proposed allotment is annexed herewith.

Please take the same on your record

Thanking you,

Yours faithfully,

FOR BALAJI PHOSPHATES LIMITED

Mohit Airen
Digitally signed by Mohit Airen
Date: 2026.09.26 19:29:08 +05'30'

MOHIT AIREN

MANAGING DIRECTOR

DIN: 00326470

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"), each carrying a right exercisable by the warrant holder to subscribe to one Equity Share of face value of ₹10/- each 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 23.445 Crores/- (Twenty Three Crore Forty Four Lakhs Fifty Thousand Only)
4	Issue Price	Convertible Warrant to be issued at INR 93.78/-, 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. 93.78/-
	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 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

Annexure-1

LIST OF PROPOSED ALLOTTEES FOR WARRANTS CONVERTIBLE INTO EQUITY SHARES

Sr. No.	Name of the Allottee	Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	Pre-Preferential Holding		No. of Equity shares/ Convertible warrants to be allotted	Post-Preferential Holding	
			No. of Shares	% of Holding		No. of Shares	% of Holding
1	Sandeep Kumar Agrawal HUF	Non Promoter Group	127000	0.53	440000	567000	1.87
2	Vikram Paints Private Limited	Non Promoter Group	66000	0.28	470000	536000	1.76
3	Prafful Agarwal	Non Promoter Group	180000	0.76	440000	620000	2.04
4	Mala	Non Promoter Group	207000	0.87	360000	567000	1.87
5	Sarita Gupta	Non Promoter Group	-	-	290000	290000	0.95
6	Vibhuti Enterprises	Non Promoter Group	-	-	250000	250000	0.83
7	Veessa Citadel LLP	Non Promoter Group	1000	0.00	250000	251000	0.83
	Total		**5,81,000**	**2.44**	**25,00,000**	**30,81,000**	**10.15**

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

Annexure-B

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	Equity Shares of face value of ₹10/- each, fully paid-up.
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.).	Preferential Issue of Equity Shares for consideration other than cash under Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.
3	Total number of Securities proposed to be issued or the total amount for which the Securities will be issued	Issuance of up to 14,49,900 (Fourteen Lakh Forty-Nine Thousand Nine Hundred) Equity Shares of the Company on a preferential basis for consideration other than cash, pursuant to the proposed share swap arrangement with the shareholders of Chatak Agro (India) Private Limited.
4	Issue Price	₹93.78 (Rupees Ninety Three and Seventy Eight Paise only) per Equity Share, determined in accordance with the applicable provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, based on the valuation report issued by the Independent Registered Valuer and applicable pricing provisions
Additional Information in Case of Preferential Issue :		
5	Name and number of the Investor(s)	The Equity Shares shall be issued and allotted to the shareholders of Chatak Agro (India) Private Limited pursuant to the proposed share swap arrangement. The names of the proposed allottees and the number of Equity Shares proposed to be allotted to each allottee are provided in Annexure 1.
	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.	Not Applicable, as the proposed issuance is of Equity Shares.
7	Nature of Consideration (Whether cash or consideration other than cash)	Consideration other than cash, by way of acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited pursuant to the proposed Business Transfer Agreement and share swap arrangement.
8	Purpose / Objects of the issue	The proposed preferential issue is intended to acquire the business undertaking/assets of Chatak Agro (India) Private Limited as part of the Company's business restructuring and consolidation strategy. The acquisition is expected to streamline the group structure, strengthen business operations, enhance operational efficiencies and create long-term value for the stakeholders of the Company.
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

Annexure -C

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	Name of the target entity, details in brief such as size, turnover, etc.;	of the Target: Chatak Agro (India) Private Limited ("Chatak Agro"). ii) Details of the Target: • CIN: U24211MP1999PTC013521 • Authorised Share Capital: Rs. 2,50,00,000 (Rupees Two Crore Fifty Lakhs Only) • Paid-up Capital: Rs. 96,66,000 (Rupees Ninety Six Lakhs Sixty –six Thousand Only) • Turnover (FY 2024-25): Rs. 102944808.00 /-
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";	Yes. Chatak Agro (India) Private Limited is a related party of the Company. The proposed acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited shall constitute a related party transaction. The promoters/promoter group/group companies of the Company have an interest in the proposed transaction by virtue of their association with Chatak Agro (India) Private Limited and its shareholders. The proposed transaction shall be undertaken at arm's length, based on the valuation report issued by an Independent Registered Valuer, and shall be subject to applicable statutory, regulatory and shareholders' approvals.
3	Industry to which the entity being acquired belongs;	Manufacturing and trading of agro products/phosphatic fertilizers and allied products.
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 the business of listed entity);	The proposed acquisition is intended to consolidate the business of Chatak Agro (India) Private Limited under Balaji Phosphates Limited, streamline the group structure, improve operational efficiencies, optimise resources, enhance transparency and create long-term value for all stakeholders. The acquisition is in line with the existing line of business of the Company.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	The proposed acquisition is subject to execution of Agreement and other definitive documents, valuation by an Independent Registered Valuer, approval of the Board, shareholders of the Company, in-principle approval of the Stock Exchange(s), and such other statutory, regulatory and corporate approvals as may be applicable.

6	Indicative time period for completion of the acquisition;	This acquisition shall complete within 15 days from the date of approval of the Shareholders tentatively scheduled to be completed in the last week of September 2026, subject to the Listing approvals issued by the Stock Exchanges.
7	Consideration- whether cash consideration or share swap and details of the same;	The aggregate purchase consideration shall be discharged partly by payment of cash consideration and partly by issuance and allotment of equity shares of the Company on a preferential basis for consideration other than cash to the shareholders of Chatak Agro (India) Private Limited pursuant to the approved share swap arrangement, in accordance with the Companies Act, 2013, the SEBI (ICDR) Regulations, 2018 and other applicable laws.
8	Cost of acquisition and/or the price at which the shares are acquired;	The consideration and share swap ratio shall be determined based on the valuation report issued by an Independent Registered Valuer in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The issue price of the equity shares shall be determined in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018.
9.	Percentage of shareholding / control acquired and/or number of shares acquired	Post – acquisition Company will hold 100% equity stake in the Chatak Agro (India) Private Limited directly and/ or indirectly through the nominee.
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)	Chatak Agro (India) Private Limited is a company incorporated under the Companies Act, 2013 and having its registered office in Indore, MP, India. Date of Incorporation: May 10, 1999 Country in which the acquired entity has presence: India. Last 3 Year turnover: 2024-25: Rs. 102944808.00 /- 2023-24: Rs. 91,782,483.00 /- 2022-23: Rs. 188,425,212.00/-

Details of Proposed Allottees:

Sr.	Proposed Allottee	Category	PAN	Pre-Pref. Shares (No.)	Pre-Pref. %	Equity shares proposed	Post-Pref. Shares (No.)	Post-Pref. %
1	Mr. Mohit Airen	Promoter	ABXPA1053F	65,78,220	27.67	7,37,400	80,38,795	26.47
2	Mr. Alok Gupta	Promoter	ACHPG2799K	52,34,880	22.02	4,87,500	64,45,555	21.22
3	Mr. Mahesh Gupta	Non Promoter Group	AJHPG3065B	-	-	2,25,000	2,25,000	0.74
	Total			**1,18,13,100**	**49.69**	**14,49,900**	**1,47,09,350**	**48.43**

Annexure-D

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"), each carrying a right exercisable by the warrant holder to subscribe to one Equity Share of face value of ₹10/- each 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 26,46,350 (Twenty Six Lakhs Forty Six Thousand Three Hundred and fifty) Convertible warrants into equity shares of the company for an aggregate amount of upto INR 24.81 Crores/- (Twenty Four Crore Eighty One Lakhs Only)
4	Issue Price	Convertible Warrant to be issued at INR 93.78/-, 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-2
	Post allotment of securities - Issue price (in case of convertibles)	Issue price of INR. 93.78/-
	Post allotment of securities – outcome of the subscription	As per the list Enclosed Below as Annexure-2

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 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

Details of Proposed Allottees and identity of ultimate beneficial owners

Sr.	Proposed Allottee	Category	Ultimate Beneficial Owner	Warrants proposed
1.	Mr. Mohit Airen	Promoter	Self	7,23,175
2.	Mr. Alok Gupta	Promoter	Self	7,23,175
3.	DivyaJyoti Agritech Private Limited	Promoter Group	Mr. Mohit Airen (PAN ABXPA1053F) and Mr. Alok Gupta (PAN ACHPG2799K)	12,00,000

ANNEXURE E

Shareholding pattern of the Company before and after the Preferential Allotment:

Sr. No	Category	Pre- Issue		Post -Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	Promoters holding				
1	Indian				
	Individual/HUF	16619100	69.90	17,844,000	70.73
	Bodies corporate	-	-		
	Sub-Total	16619100	69.90	17,844,000	70.73
2	Foreign Promoters	-		-	
	Sub- total(A)	16619100	69.90	17,844,000	70.73
B	Non- Promoters Holding				
1	Institutional Investors (Domestic)				
	Alternate Investment Funds	26000	0.11	26000	0.10
2	Institutional Investors (Foreign)				
	Foreign Portfolio Investors Category I	330000	1.39	330000	1.31
	Foreign Portfolio Investors Category II	30000	0.13	30000	0.12
3	Non-Institution				
	Bodies Corporate	4232000	17.80	4232000	16.78
	Indian Public	2194000	9.23	2,419,000	9.59

	Others (including NRI's)	72000	0.30	72000	0.29
	Others (Clearing Members /Firm and HUF)	274000	1.14	274000	1.09
	Sub Total (B)	7158000	30.10	7383000	29.27
	GRAND TOTAL (A+B)	**23777100**	**100.00**	**25,227,000**	**100.00**

*The shareholding pattern outlined above has been prepared after considering the proposed issuance and allotment of 14,49,900 Equity Shares pursuant to the share swap arrangement.

** The pre-preferential shareholding pattern has been considered as of Friday 21st August 2026.

ANNEXURE F

Sr. No	Category	Pre- Issue		Post -Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	Promoters holding				
1	Indian				
	Individual/HUF	16619100	69.90	1,92,90,350	63.51
	Bodies corporate	-	-	12,00,000	3.95
	Sub-Total	16619100	69.90	2,04,90,350	67.46
2	Foreign Promoters	-		-	
	Sub- total(A)	16619100	69.90	2,04,90,350	67.46
B	Non- Promoters Holding				
1	Institutional Investors (Domestic)				
	Alternate Investment Funds	26000	0.11	26000	0.09

2	Institutional Investors (Foreign)				
	Foreign Portfolio Investors Category I	330000	1.39	330000	1.09
	Foreign Portfolio Investors Category II	30000	0.13	30000	0.10
3	Non-Institution				
	Bodies Corporate	4232000	17.80	5202000	17.13
	Indian Public	2194000	9.23	3509000	11.55
	Others (including NRI's)	72000	0.30	72000	0.24
	Others (Clearing Members /Firm and HUF)	274000	1.14	714000	2.35
	Sub Total (B)	7158000	30.10	9883000	32.54
	GRAND TOTAL (A+B)	**23777100**	**100.00**	**30373350**	**100**

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

For Balaji Phosphates Limited

Mohit Airen
Digitally signed by Mohit Airen
Date: 2026.09.26 19:29:31 +05'30'

Mohit Airen
Managing Director
DIN: 00326470