Date: 27th August, 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 Phosphates Limited ("the Company"), at its meeting held today i.e. Thursday, 27 August 2026 at 2:00 P.M. has inter alia considered and approved the following:

1. The Board has considered, approved & authorized for making investments, giving loans, guarantees or providing security in connection with any loan, under Section 186 of the Companies Act, 2013, Subject to the approval of members.

2. The Board has considered, approved & authorized the company pursuant to Section 185 of the Companies Act, 2013, the advancement of loans / giving of guarantees / providing of security to any person in whom any of the director of the company is interested, subject to the approval of members.

3. The Board has approved enhancement of the powers of the Board under Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013 and to authorise the Board to create mortgages/charges and to do all acts and things necessary in this regard, Subject to the approval of members.

4. **To approve the appointment of Registered Valuer for the purpose of valuation in connection with the proposed Related Party Transactions and Preferential Issue**

   The Board of Directors of the Company, at its meeting held today, approved the appointment of Mr. Vasu Aggarwal, Registered Valuer (Registration No. IBBI/RV/06/2021/13856), for carrying out the valuation in connection with the proposed Related Party Transactions involving the acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited under the proposed share swap arrangement and the proposed issuance of Convertible Warrants on a preferential basis to DivyaJyoti Agritech Private Limited, and the Promoter(s) of the Company, in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws, rules and regulations.

5. **To consider and approve the Related Party Transaction with Promoter and Promoter Group Entities.**

The Board of Directors of the Company, at its meeting held today, has considered and approved, subject to the approval of the shareholders of the Company and such other regulatory/statutory approvals as may be required, the following Related Party Transactions involving Promoter and Promoter Group entities:
(a) Acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited, a related party, by Balaji Phosphates Limited through the execution of an Agreement and other ancillary documents, for a consideration to be paid partly in cash & partly in other than cash, by way of issuance and allotment of equity shares of Balaji Phosphates Limited on a preferential basis to the shareholders of Chatak Agro (India) Private Limited, pursuant to the proposed share swap arrangement and subject to receipt of requisite approvals, consents and permissions, as applicable for an proposed transaction aggregating upto Rs. 35 crore. Upon completion of the proposed transaction, Chatak Agro (India) Private Limited shall become a wholly owned subsidiary of Balaji Phosphates Limited.

(b) The Board of Directors of Balaji Phosphates Limited has approved the acquisition of the business/undertaking of Divya Jyoti Agritech Private Limited by way of entering into an Agreement with Balaji Phosphates Limited, subject to such terms and conditions as may be mutually agreed and subject to receipt of requisite approvals, consents and permissions, as applicable for an proposed transaction aggregating upto Rs. 15 crore. The transaction being a Related Party Transaction, the same shall be undertaken in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

c) Issuance and allotment of warrants of Balaji Phosphates Limited to Divya Jyoti Agritech Private Limited, a Promoter Group entity and related party, and the promoters such as Mr. Mohit Airen and Mr. Alok Gupta, on a preferential basis, in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws for an proposed transaction aggregating upto Rs. 25 crore.

These transactions shall be subject to the approval of the shareholders of the Company, wherever applicable, and receipt of such other regulatory, statutory or governmental approvals, permissions, sanctions and consents as may be required under applicable laws.

6. **Acquisition of the Business Undertaking/Assets of Chatak Agro (India) Private Limited through a Agreement and Issuance of Up to 14,49,900 (Fourteen Lakh Forty-Nine Thousand Nine Hundred) Equity Shares on a Preferential Basis (Partly for Cash and Partly for Consideration Other than Cash)**

The Board considered and deliberated upon the proposal for the acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited ("Transferor"), a related party, pursuant to a agreement as part of the business restructuring and consolidation of the Group's business under Balaji Phosphates Limited.

The Board noted that the proposed acquisition of the business of **Chatak Agro (India) Private Limited** is intended to consolidate the business operations of the Company under a single listed entity, improve operational efficiencies, achieve better synergies, simplify the Company's business structure, enhance transparency, and create long-term value for the shareholders and other stakeholders of the Company.

After detailed deliberations, the Board accorded its in-principle approval to the proposed acquisition of the business undertaking/assets of Chatak Agro (India) Private Limited through the execution of an agreement, subject to the finalisation of the valuation, consideration structure, share swap ratio, execution of the Agreement and other definitive transaction documents, and receipt of such statutory, regulatory, stock exchange, corporate and shareholders' approvals as may be applicable.

The Board further noted that the aggregate purchase consideration for the proposed acquisition shall be discharged partly by payment of cash consideration and partly by way of issuance and allotment of up to 14,49,900 (Fourteen Lakh Forty-Nine Thousand Nine Hundred) fully paid-up 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 provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

The valuation of the business undertaking/assets of Chatak Agro (India) Private Limited, the cash consideration, the value attributable to the equity share component 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 aggregate purchase consideration, the cash component, the non-cash component, the share swap ratio, and other material terms and conditions, shall be finalized in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

The Board also authorised the execution of the agreements, deeds, writings and documents as may be necessary or incidental for giving effect to the proposed acquisition and authorised the Managing Director, Chief Financial Officer, Company Secretary and/or such other officers of the Company as may be authorised to negotiate, finalise, execute and implement the transaction.

The Company shall make the necessary disclosures and obtain all requisite approvals, including the in-principle approval of the Stock Exchange(s), and shall intimate the Stock Exchange(s) regarding the final terms of the proposed transaction, including the execution of the Business Transfer Agreement, the consideration structure and the preferential issue, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws.

The details of the proposed acquisition and the preferential issue, including the names of the proposed allottees, the number of equity shares proposed to be allotted to each allottee, the aggregate consideration, the cash consideration, the consideration other than cash, and other disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable SEBI Circulars, are enclosed as **Annexure A (Preferential Issue) and Annexure B (Acquisition).**

7. **Issuance of up to 26,46,350 (Twenty-Six Lakh Forty-Six Thousand Three Hundred and Fifty) Convertible Warrants ("Warrants") on Preferential Basis to the Promoters and Promoter Group**

The Board approved the issuance of up to 26,46,350 (Twenty-Six Lakh Forty-Six Thousand Three Hundred and Fifty) Convertible Warrants ("Warrants"), each carrying a right exercisable by the warrant holder to subscribe to one equity share of face value of ₹10/- each, to Mr. Mohit Airen and Mr. Alok Gupta, belonging to the Promoter category, and DivyaJyoti Agritech Private Limited, belonging to the Promoter Group category, on a preferential basis ("Preferential Issue") at an issue price of ₹ 93.78 (Rupees Ninety Three and Seventy Eight paisa only) per warrant, in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the applicable provisions of the Companies Act, 2013 read with the rules made thereunder, and other applicable laws, for cash consideration, aggregating up to ₹ 24.81 Crores (Rupees Twenty Four Crore Eighty One Lakhs only).

The Warrants shall be convertible, at the option of the respective warrant holders, into an equivalent number of fully paid-up equity shares of the Company in one or more tranches within 18 (Eighteen) months from the date of allotment, subject to the approval of the shareholders of the Company and such other statutory, regulatory and other approvals as may be required.

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 approvals, permissions, consents and sanctions as may be required under the applicable laws.

The details of the proposed Preferential Issue, including the names of the proposed allottees, the number of warrants proposed to be allotted to each allottee and other disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/155 dated November 11, 2024, are enclosed as **Annexure C** to this letter.

8. The Board has considered & Approved the Day, Date, Venue, Time & Notice convening an Annual General Meeting ("AGM") of the Members of the Company to be held on Saturday 26th September 2026, 3:00 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.

9. The Board has considered, approved & fixed the cut-off Date and remote E-voting period for the 30th Annual General Meeting.

10. The Board has considered, approved & appointed Mrs. Dipika Kataria (Company Secretary) as the scrutinizer for the purpose of remote e-voting and voting at 30th Annual General Meeting.

The Board Meeting commenced at 2: 00 P.M. and concluded at 7:50 P.M

We request you to take the same on record.
Thanking You,

Yours Faithfully,

For Balaji Phosphates Limited

Mohit Airen

Digitally signed by Mohit Airen
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Date: 2026.08.24 20:00:37 +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	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 -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	Name of the target entity, details in brief such as size, turnover, etc.;	i) Name 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/-

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	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

For Balaji Phosphates Limited

Mohit Airen

Digitally signed by Mohit Airen
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serialNumber=ce6c5e879605b55eeb45bcd1c6068d7bc6103e2c42838242f0ae78a514a64840, cn=Mohit Airen
Date: 2026.08.24 20:01:03 +05'30'

Mohit Airen
Managing Director
DIN: 00326470

Annexure-1

LIST OF PROPOSED ALLOTTEES OF EQUITY SHARES TO BE ISSUED ON A PREFERENTIAL BASIS PURSUANT TO THE PROPOSED SHARE SWAP ARRANGEMENT

Sr. No.	Name of Proposed Allottees	Category	No. of Equity Shares 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.	Mr. Mohit Airen	Promoter	7,37,400	65,78,220	27.67	73,15,620	29.00
2.	Mr. Alok Gupta	Promoter	4,87,500	52,34,880	22.02	57,22,380	22.68
3.	Mr. Mahesh	Public	2,25,000	-	-	2,25,000	0.89
	TOTAL	**-**	**14,49,900**	**1,18,13,110**	**49.68**	**13,263,000**	**52.57**
	TOTAL SHAREHOLDING OF COMPANY	**-**	**-**	**23777100**	**100**	**25227000**	**100**

Note*- Post preferential issue shareholding is on basis with the assumption that no convertible warrants will be converted into equity shares.

Annexure-2

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.	Mr. Mohit Airen	Promoter	7,23,175	65,78,220	27.67	8038814	26.46
2.	Mr. Alok Gupta	Promoter	7,23,175	52,34,880	22.02	6445511	21.22
3.	Divyajyoti Agritech Private Limited	Promoter Group	12,00,000	-	-	1200000	3.95
	TOTAL	-	**2646350**	**11813110**	**49.68**	**15684325**	**51.64**
	TOTAL SHAREHOLDING OF COMPANY	-	-	**23777100**	**100**	**30373350**	**100**

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