

Date: April 20, 2026

To,

The Manager – Listing
Dept of Corp. Services,
BSE Limited
P.J. Towers, Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 543593

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange plaza, Bandra Kurla Complex
Bandra East
Mumbai – 400 051
Symbol: DBOL

Dear Sir/Mam,

Subject: Outcome of Board Meeting held on Monday, April 20, 2026

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

Pursuant to the provisions of the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (herein after referred to as "**Listing Regulations**"), we wish to inform you that, the Board of Directors at its Meeting held today i.e. Monday, April 20, 2026, has inter-alia approved the following:

- (a) Transfer of the business undertaking of the Company as a going concern i.e. the sugar factory located at Meerganj, Bareilly, Uttar Pradesh, ("**Meerganj Unit**") on slump sale basis, to Forever Global Enterprises Limited ("**Buyer**") (subject to receipt of requisite approvals, including from the shareholders of the Company) ("**Transaction**"); and

(b) Execution of a Business Transfer Agreement ("**BTA**") (which has been executed between the Company and the Buyer on April 20, 2026) and other ancillary agreements in relation to the Transaction (**Annexure A**)
- Authorised to enter into a Joint Venture with Orgonew Private Limited ("**Orgonew**") for the development, manufacture, marketing, distribution, and commercialisation of phyto bio-active based functional food products and other products meant for human consumption and/or usage, through a new Joint Venture Company ("**JVC**") to be incorporated/ acquired under the Companies Act, 2013. (**Annexure B**)

The Company will furnish the detailed disclosures to the exchanges upon signing of Joint Venture agreement and on incorporation/acquisition of JVC respectively, as required under Regulation 30 of Listing Regulations.
- Change in designation and category of Mr. Sandeep Kumar (DIN: 06906510), from Whole Time Director to Non – Executive Director of w.e.f. May 05, 2026, on completion of his tenure as Whole-time Director, subject to approval of shareholders and other necessary approvals, if any. (**Annexure C**)

4. Appointment of Mr. Nalin Kumar Gupta (DIN: 01670036), as Additional and Whole Time Director of the Company w.e.f. May 05, 2026, subject to approval of shareholders and other necessary approvals, if any. **(Annexure D)**
5. Amendment in the constitution and structure of Risk Management Committee and Corporate Social Responsibility Committee of the Board w.e.f. May 05, 2026. **(Annexure E)**
6. To convene and hold an Extra Ordinary General Meeting of the Shareholders of the Company on **Monday, May 18, 2026**.

The disclosures pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are furnished in **Annexure A to Annexure D**.

The meeting of the Board of Directors of the Company commenced at 03:45 P.M. (IST) and concluded at 4:45 P.M. (IST).

You are requested to take the above information on record.

Yours Sincerely,

For Dhampur Bio Organics Limited

Ashu Rawat

Company Secretary & Compliance Office

Annexure A

Details of disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. N.	Particulars	Details
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	On the basis of last audited financial statements of the Company, as on March 31, 2025, the total turnover of the Company is 2714.40 Crores out of which Meerganj Unit constitutes 15.52% i.e. 423.24 Crores.
2	Date on which the agreement for sale has been entered into;	April 20, 2026
3	The expected date of completion of sale/disposal;	Expected to be completed within 60 days from the date of execution of the Business Transfer Agreement or as may be otherwise agreed between the Company and the Buyer.
4	Consideration received from such sale/disposal;	<p>The Meerganj Unit is proposed to be transferred as a going concern on a slump sale basis i.e., without assigning any individual values to relevant assets and liabilities, subject to necessary approvals and customary conditions precedent and in accordance with the Business Transfer Agreement and other proposed transaction documents in relation to the Transaction.</p> <p>The value of such consideration aggregates to a net amount not exceeding INR 305,00,00,000 (Indian Rupees Three Hundred and Five Crore).</p>
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof	The Buyer is not related to promoter/promoter group.

6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	No
7	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	Yes, the proposed transfer of Business is outside Scheme of Arrangement and subject to compliance with Regulation 37A of Listing Regulations.
8	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	
a)	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.;	(1) Name of first party: Dhampur Bio Organics Limited Turnover: Rs. 2714.40 Crores (As on March 31, 2025) (2) Name of second party: Forever Global Enterprises Limited. Turnover: NIL (As on March 31, 2025)
b)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	No
c)	Area of business of the entity(ies);	Dhampur Bio Organics Limited: The Company is engaged in manufacturing, marketing and sale of sugar, ethanol, co-generation of power and other allied product. Forever Global Enterprises Limited: The Buyer is proposed to be engaged in the business of manufacturing of sugar, allied products and distillery.
d)	rationale for slump sale;	The Transaction is being undertaken to enable the Company to maintain a strong focus on growth of its high margin and value-added

		businesses and this should simultaneously result in the Company becoming cash surplus and net debt free.
e)	in case of cash consideration – amount or otherwise share exchange ratio;	Cash consideration of INR 305,00,00,000 (Indian Rupees Three Hundred and Five Crore) subject to the terms and conditions under the BTA and other transaction agreements executed between the Company and the Buyer.
f)	brief details of change in shareholding pattern (if any)	There will be no change in the shareholding pattern of the Company pursuant to the Transaction.

Annexure B

Details of disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. N.	Particulars	Details
1.	Name of the parties with whom the agreement is entered into	Parties to proposed Joint Venture First Party : Dhampur Bio Organics Limited Second Party : Orgonew Private Limited
2.	Purpose of entering into the agreement	Proposed Formation of a Joint Venture to develop, manufacture, market, distribute, and commercialise phyto bio-active coated functional food products (such as curcumin-coated low-GI sugar) and other products meant for human consumption and/or usage, leveraging Orgonew’s proprietary nano-curcumin coating platform and allied process know-how together with DBO’s manufacturing infrastructure and commercial reach across General Trade, Modern Trade, E-Commerce, and Q-Commerce channels.
3.	Shareholding, if any, in the entity with whom the agreement is executed	The Company does not presently hold any shares in Orgonew Private Limited. Pursuant to the proposed Joint Venture, the Company will hold 74% and Orgonew will hold 26% of the equity share capital of the newly incorporated/ acquired JVC.
4.	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 terms and conditions will be detailed out in the definitive agreement.

5.	Whether the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship	No. Orgonew Private Limited is not related to the promoter, promoter group, or any group company of the Company in any manner.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	No
7.	In case of issuance of shares to the parties, details of issuance	Pursuant to the proposed Joint Venture, the Company will hold 74% and Orgonew will hold 26% of the equity share capital of the newly incorporated/acquired JVC.
8.	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.	The terms and conditions will be detailed out in the definitive agreement.

Annexure C

Details of disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. N.	Particulars	Details
1	Name	Mr. Sandeep Kumar
2	reason for change viz. appointment, re-appointment, resignation, removal, or otherwise;	Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held today i.e. Monday, April 20, 2026, approved the change in designation and category of Mr. Sandeep Kumar (DIN: 06906510), as the Non-executive Director of the Company with effect from May 05, 2026, on completion of his tenure as Whole-time Director, subject to approval of the shareholders of the Company and necessary approvals, if any. Change in Designation w.e.f. May 05, 2026
3	date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Change in Designation and category from Executive to Non-Executive Director w.e.f. May 05, 2026, on completion of his tenure as Whole-time Director
4	brief profile (in case of appointment);	Mr. Sandeep Kumar is presently Whole-time Director of the Company. He has more than 45 years of experience in operations, projects, and administration.
5	disclosure of relationships between directors (in case of appointment of a director).	Mr. Sandeep Kumar is not related to any of the Director(s) of the Company.
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 June, 2018.	Mr. Sandeep Kumar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Annexure D

Details of disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

S. N.	Particulars	Details
1	Name	Mr. Nalin Kumar Gupta
2	reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held today i.e. Monday, April 20, 2026, approved the appointment of Mr. Nalin Kumar Gupta (DIN: 01670036), as Additional Director of the Company w.e.f. May 5, 2026. Further, the Board also designated him as the Whole-time Director of the Company for a period of 3 years w.e.f. May 05, 2026 to May 04, 2029 (both days inclusive), subject to approval of the shareholders of the Company. He will be serving as Whole-time Director cum CFO of the Company w.e.f. May 05, 2026.
3	date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Appointment w.e.f. May 5, 2026 Term of Appointment: 3 years commencing from May 05, 2026 to May 04, 2029 (both days inclusive).
4	brief profile (in case of appointment);	Mr. Nalin Gupta is presently serving as Chief Financial Officer of the Company. He is associated with the Company (including his tenure with the Demerged Company) for more than 2 decades. He is a Qualified Chartered Accountant with an experience of more than 25 years in the field of finance, accounts, taxation, and treasury management.
5	disclosure of relationships between directors (in case of appointment of a director).	Mr. Nalin Kumar Gupta is not related to any of the Director(s) of the Company.
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 June, 2018.	Mr. Nalin Kumar Gupta is not debarred from holding the office of director by virtue of any SEBI order or any other such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Annexure E**Re-constitution of Committees w.e.f. May 05, 2026**

S. N.	Name of the Member	Designation	Category
<u>Corporate Social Responsibility</u>			
1	Mrs. Bindu Vashist Goel	Chairperson	Non-Executive Director
2	Mr. Nalin Kumar Gupta	Member	Whole-time Director
3	Mrs. Ruchika Amrish Mehra Kothari	Member	Independent Director
<u>Risk Management Committee</u>			
1	Mr. Ashwani Kumar Gupta	Chairman	Independent Director
2	Mr. Gautam Goel	Member	Managing Director & CEO
3	Mr. Vishal Saluja	Member	Independent Director
4	Mr. Nalin Kumar Gupta	Member	Whole-time Director