

3<sup>rd</sup> February, 2026

To, BSE Ltd. The Corporate Relationship Department Pheroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001  <b>Scrip Code: 523369</b>	To, National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051  <b>Symbol: DCMSRIND</b>
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Sub: Apportionment of cost of acquisition of Equity Shares of DCM Shriram Industries Limited ("the Company), DCM Shriram Fine Chemicals Limited ("DSFCL" or "Resulting Company 1") and DCM Shriram International Limited ("DSIL" or "Resulting Company 2").

Dear Sirs/Madam,

This is further to our letter dated 16<sup>th</sup> January, 2026, wherein we had intimated about the allotment of equity shares of DSFCL & DSIL pursuant to the Composite Scheme of Arrangement, as sanctioned by the Hon'ble National Company Law Tribunal, New Delhi Bench, vide its Order dated November 21, 2025 ("the Scheme").

We enclose herewith a communication sent to the shareholders of the Company for general guidance towards apportionment of cost of acquisition of equity shares of the Company, DSFCL and DSIL pursuant to the Scheme.

The above communication is being hosted on the website of the Company at <https://dcmsr.com/scheme-of-arrangement-2023/>

This is for information of the Exchanges and Members.

Thanking You,

Yours Faithfully

**(Y. D. Gupta)**  
Company Secretary & Compliance Officer  
FCS 3405



# DCM SHRIRAM INDUSTRIES LTD

Regd. Office: Kanchenjunga, 18, Barakhamba Road, New Delhi - 110 001

Tel. No. : (011) 43745000 CIN: L74899DL1989PLC035140

Website: <https://dcmsr.com/> email: [investorservices@dcmsr.com](mailto:investorservices@dcmsr.com)

3<sup>rd</sup> February, 2026

Dear Shareholders,

Ref: Folio / DP Id & Client Id No:

Name of the Shareholder:

## **Sub: Composite Scheme of Arrangement – Guidance Note on Cost of Acquisition**

1. The Hon'ble National Company Law Tribunal, New Delhi Bench ('Hon'ble NCLT'), vide Order dated November 21, 2025 has sanctioned the Composite Scheme of Arrangement amongst Lily Commercial Private Limited ("Transferor Company"), DCM Shriram Industries Limited ("the Company" or "DCMSR" or "Demerged Company"), DCM Shriram Fine Chemicals Limited ("DSFCL" or "Resultant Company 1") and DCM Shriram International Limited ("DSIL" or "Resultant Company 2") (Resultant Company 1 and Resultant Company 2 are hereinafter collectively referred to as the "Resultant Companies") and their respective shareholders under sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('Scheme') providing, *inter alia*, for:
  - a. amalgamation of the Transferor Company into and with DCM Shriram Industries Limited; and
  - b. demerger of the Chemical Undertaking and the Rayon Undertaking of DCM Shriram Industries Limited, into two separate companies, i.e., the Resultant Company 1 and Resultant Company 2 respectively, on a going concern basis, and issue of shares by the Resultant Companies to the shareholders of DCMSR in accordance with Share Entitlement Ratio and the provisions of Section 2(19AA) of the Income-tax Act, 1961 ('the Act').
- The Scheme has come into effect on December 17, 2025, being the Effective Date as defined under the Scheme.
2. The Scheme complies with the provisions of Section 2(19AA) of the of the Act. Therefore, the Demerger is not treated as a transfer in the hands of the shareholders.
3. In accordance with the provisions of the Scheme, each shareholder of the Demerged Company whose name is recorded in the register of members and records of the depository as on the Record Date (i.e. December 26, 2025) was issued and allotted 1 (one) equity share each in Resultant Company 1 and Resultant Company 2 (face value of INR 2/- each fully paid up), for every 1 (one) equity share of the Demerged Company (face value of INR 2/- each fully paid up) of the same class of shares outstanding and as held by such shareholder in the Demerged Company, without any further application, act or deed ('Share Entitlement Ratio').
4. As per the provisions for Section 49(2C) of the Act, the cost of acquisition of the shares in the Resultant Companies shall be the amount which bears to the cost of acquisition of shares held by

a shareholder in the demerged company the same proportion as the net book value of the assets transferred in a demerger bears to the net worth of the demerged company immediately before such demerger.

Further, as per the provisions of Section 49(2D) of the Act, the cost of acquisition of the original shares held by the shareholder in the demerged company shall be deemed to have been reduced by the amount as so arrived at under Section 49(2C).

5. Accordingly, for the purpose of determining cost of acquisition of the equity shares of the Resultant Companies and the Demerged Company post demerger, shareholders shall apportion their total cost of acquisition of equity shares of the Demerged Company in the following manner:

Sl. No.	Name of Entity	% of Total Cost of Acquisition of Ordinary Shares
1	DCM Shriram Industries Limited	42.66%
2	DCM Shriram Fine Chemicals Limited	25.22%
3	DCM Shriram International Limited	32.12%

For example, if 1,000 Ordinary Shares of DCMSR were purchased at INR 100/- per share by a shareholder, the total cost of acquisition would amount to INR 1,00,000/- before the Demerger. Based on the Share Entitlement Ratio, 1000 shares of DSFCL & DSIL were allotted to the said shareholder. The total cost of acquisition of INR 1,00,000/- would be apportioned in the aforesaid ratio - INR 25,220/- (25.22% of INR 1,00,000/-) and INR 32,120/- (32.12% of INR 1,00,000/-) being the total cost of acquisition of 1,000 Shares of Resultant Company 1 and Resultant Company 2 respectively and INR 42,660/- (INR 1,00,000 less the aggregate of INR 25,220 and INR 32,120) being the total cost of acquisition of 1000 original shares of Demerged Company.

6. It may be noted that as per Section 47(vii) of the Act, the aforesaid issue of Equity Shares by Resultant Companies pursuant to the Scheme will not be regarded as transfer; further, in terms of Explanation 1(i)(g) to Section 2(42A) of the Act, the date of acquisition of the equity shares of Resultant Companies shall be deemed to be the date of acquisition for the Equity Shares of Demerged Company.

*Please note that this communication is merely for general guidance to the shareholders and should not be construed as a substitute for any independent opinion that shareholders may obtain. Shareholders are advised to consult their own consultants / tax advisors to understand specific tax implications in their respective cases. The Demerged Company, Resultant Company 1 and Resultant Company 2 take no express or implied responsibility/ liability in relation to this guidance.*

In case of any queries and assistance, you may contact the Company at 011 43745075 /E-Mail ID [investorservices@dcmsr.com](mailto:investorservices@dcmsr.com)

Thanking You,

Yours faithfully,

For **DCM Shriram Industries Ltd.**

Sd/-

**Y.D. Gupta**

**Company Secretary and Compliance Officer**