



THE GROB TEA CO. LTD.

Dated: 25.11.2025

To,
The Secretary
National Stock Exchange of India Limited
Exchange Palza Bandra Kurla Complex
Mumbai – 400051
SYMBOL: GROBTEA

To,
The Secretary
The Calcutta Stock Exchange Limited
7 Lyons Range,
Kolkata – 700 001
SCRIP CODE: 017201

Subject: Outcome of Board Meeting held on 25th November, 2025

Meeting Commencement Time	02:00 P.M
Meeting Conclusion Time	04:50 P.M.

Dear Sirs,

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015, This is to inform that the Board of Directors at its meeting held today, i.e, Tuesday, 25th November, 2025 have inter-alia, transacted the following items:

1. To consider and approve the Memorandum of Understandings (hereinafter referred as" MOU") entered into with the Bazaloni Group Limited ("Target Company") and existing shareholders of Bazaloni Group Limited for acquisition of 100 % of its equity shares, pursuant to which Bazaloni Group Limited will become the wholly owned subsidiary of the Company,
The details required under SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123, dated July 13, has been enclosed as- "**Annexure A**"
2. To Consider and authorize Mr. Pradeep Kumar Agarwal, Managing Director of the Company to act as the representative on behalf of the company including signing of MOU, documents, undertaking due diligence, and to take all necessary steps, actions and compliances relating to the proposed acquisition of Shares.
3. To consider and approve the proposal for increasing the limit to give loans, provide guarantees or securities and making investments under section 186 of Companies Act, 2013, upto Rs. 250 (Rupees Two Hundred Fifty crores only) subject to the approval of shareholders
4. To consider and approve the proposal for increasing the borrowing limits under of the company beyond the limit approved earlier, in accordance with section 180(1)(C) of the Companies 2013 upto Rs. 250 crores (Rupees Two Hundred Fifty crores only) subject to the approval of the shareholders.
5. To approve the increase in Existing Limits of the company under section 180 (1)(a) of the Companies Act, 2013 for Sale, creation of Mortgage or Charge on the assets, properties or undertaking(s) of the



Company upto Rs. 250 crores (Rupees Two Hundred Fifty crores only) subject to the approval of the shareholders.

6. To approve the proposal for making a Donation exceeding the prescribed limit under section 181 of Companies Act, 2013 an amount not exceeding Rs. 1 Crore (One crore only) in any financial year, subject to the approval of shareholders.
7. The Board also approved the Postal ballot notice dated 25th November, 2025 along with the Explanatory statements ('Postal ballot Notice') under section 102 of companies Act, 2013 seeking approval of the Members of the Company for the following resolutions.
 - i. Approval for increasing the limit to give loans, provide guarantees or securities and investments under section 186 of Companies Act, 2013, upto Rs. 250 (Rupees Two Hundred Fifty crores only).
 - ii. Approval for increasing the borrowing limits under of the company beyond the limit approved earlier, in accordance with section 180(1)(C) of the Companies 2013 upto Rs. 250 crores (Rupees Two Hundred Fifty crores only).
 - iii. Approval for increasing in Existing Limits of the company under section 180 (1)(a) of the Companies Act, 2013 for Sale, creation of Mortgage or Charge on the assets, properties or undertaking(s) of the Company upto Rs. 250 crores (Rupees Two Hundred Fifty crores only.)
 - iv. Approval for making a Donation exceeding the prescribed limit under section 181 of Companies Act, 2013 an amount not exceeding Rs. 1 Crore (One crore only) in any financial year.
8. To appoint NSDL as a service provider for E-voting related to the postal ballot.
9. Appointment of Mr. Mohan Ram Goenka (COP No. 2551), partner of MR & Associates, Practicing Company Secretaries, as a Scrutinizer for conducting the postal ballot process in a fair and transparent manner for the E-voting and aligned Matters thereto.

You are requested to take the above information on record

Yours faithfully,

For, The Grob Tea Company Limited.

Neha Singh
Company Secretary & Compliance Officer
Mem No. A54315



Annexure-A

Disclosure under sub para(1)[i.e, Detail of Acquisition (including agreement to acquire)] of Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements)

a)	Name of the target entity, details in brief such as size, turnover etc.;	Bazaloni Group Limited, CIN: U01132AS1977PLC001713), an Indian company primarily engaged in the business, manufacture and sale of Tea, having an Authorized Share Capital of Rs. 4,00,00,000 divided into 40,00,000 Equity Shares of Rs. 10/- each and Paid-up Share Capital of Rs. 1,59,65,000/- divided into 15,96,500 Equity Shares of Rs. 10/- each. Turnover : Rs. 49.99 /- Crores (As on 31.03.2025) Net Profit/ Loss : Rs -1.45/- (As on 31.03.2025)
b)	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"	The transaction would not fall within related party transaction. Also, promoter/ promoter group/ group companies have no interest in acquisition of Bazaloni group Limited.
c)	Industry to which the entity being acquired belongs	Tea Industry
d)	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The Company has entered into a Memorandum of Understanding ("MoU") on November 25, 2025 with the existing shareholders of Bazaloni Group Limited for acquisition of 100 % equity shareholding of the Target Company which is engaged in the business of Tea. After acquisition of 100 % shareholding of Bazaloni Group Limited, the target company will become the wholly owned subsidiary of the Company which would enhance company's growth, revenue and profitability and enable to gain exposure needed to further expands its presence in Tea Industry
e)	Brief details of any governmental or regulatory approval required for acquisition.	Not Applicable
f)	indicative time period for completion of the acquisition	Expected upto 31.03.2026



THE GROB TEA CO. LTD.

g)	nature of consideration - whether cash consideration or share swap and details of the same	The consideration will be paid in cash
h)	cost of acquisition or the price at which the shares are acquired	Rs. 71,80,00,000/- (Rupees Seventy One Crore Eighty Lakhs Only)
i)	percentage of shareholding / control acquired and / or number of shares acquired	Entire 15,96,500 equity shares of Rs. 10/- (representing 100% shares)
j)	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)	<p>Brief background about the entity acquired in terms of products /line of business acquired:</p> <p>“Bazaloni Tea Estate” under the flagship of Bazaloni group Limited is one of the leading tea estates situated in Assam and head quartered in Kolkata. The estate has two separate division Rajgarhali and Bazaloni. Together they spread over a sprawling area of 1000 hectares under tea cultivation.</p> <p>The company was founded by the Chalmers brothers in 1915 and with years’ bygone has been transformed into one of the leading producer of the most exquisite high quality premium C.T.C. teas with an estimated production of around 3 million kilograms.</p> <p>Each division is backed by its own state of art factory and is fully equipped with all the modern amenities to manufacture premium teas. It caters to the various segments of the industry under the mark Rajarhali and Bazaloni. The company employs over 4000 peoples with well laid out infrastructure including housing, hospitals and schools.</p> <p>Date of Incorporation: 30th June, 1977</p> <p>Turnover of last 3 years: 2024-2025: Rs. Rs. 49.99 /- Crores 2023-2024: Rs. Rs. 45.84 /- Crores 2022-2023: Rs. Rs. 56.13 /- Crores</p>

For, The Grob Tea Company Limited

Neha Singh
Company Secretary & Compliance Officer
Mem No: A54315