



Date: 30th August, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza Block G, C 1, Bandra Kurla Complex,
G Block BKC, Bandra Kurla Complex, Bandra East,
Mumbai, Maharashtra 400051.

Symbol: ESPRIT

Dear Sir(s),

Sub: OUTCOME OF BOARD MEETING HELD ON 30TH AUGUST, 2025

Dear Sir/Madam,

With reference to the above subject, we hereby inform you that the meeting of Board of Directors of the Company held on Saturday, 30th August, 2025 which was commenced at 05:30 P.M. and concluded at 06:30 P.M. at registered office of the Company have inter alia considered and approved the following:

- a) The Director's Report of the Company for the financial year ended on 31.03.2025.
- b) The appointment of M/s. Ronak Jhuthawat & Co., Peer Reviewed firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company to conduct Secretarial Audit for a period of 5 (five) consecutive years commencing from financial year 2025-26 till financial year 2029-2030, subject to approval of the members of the Company at the ensuing AGM.

The required details pursuant to Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 with respect to aforesaid appointment are annexed herewith as Annexure- I

- c) Sale of Shares of the entire holding of 51% of the paid-up equity share capital in Addwaya Chemicals Private Limited, a material subsidiary under Section 180(1)(a) of the Companies Act, 2013 read with Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), as recommended & approved by Audit Committee & subject to the approval of Shareholders' of the Company. The Board is of the view that in order to achieve sustainable long-term growth, to focus on the existing ventures and further enhancing shareholders value it is beneficial to sale the shareholding of above subsidiary.

Upon completion of the aforesaid transaction, **Addwaya Chemicals Private Limited will cease to be a subsidiary of the Company.**

The required details pursuant to Listing Regulations read with Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015 and with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given in Annexure II.

- a) Appointment of M/s. Ronak Jhuthawat & Co., Peer Reviewed firm of Practicing Company Secretaries as Scrutinizer for conducting voting at Annual General Meeting.
- b) The date, time & venue for the Annual General Meeting (AGM) of the Company, along with the cut-off date and the draft notice of the Annual General Meeting of the Company.

ESPRIT STONES LIMITED

[FORMERLY KNOWN AS ESPRIT STONES PRIVATE LIMITED]

Registered Office: SP-1 Udyog Vihar, Sukher Industrial Area, Udaipur-313004, Rajasthan, India

CIN : U74999RJ2016PLC056284

Email : legal@espritstones.com

Phone : +91-91166-52582

Web : www.espritstones.com



We hereby request you to take the above information on record.

Thanking you,

For ESPRIT STONES LIMITED

ANJALI PANDEY
Company Secretary & Compliance Officer
ICSI Membership No.- A45660

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Annexure I

Appointment of M/S Ronak Jhuthawat & Co. as Secretarial Auditor of the company

| Sr. No. | Details of events that needs to be provided | Information of such event (s) |
|---------|---|---|
| 1. | Reason for Change viz. appointment | Appointment of M/s. Ronak Jhuthawat & Co. Peer Reviewed firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company to conduct Secretarial Audit for a period of 5 (five) years commencing from financial year 2025-26 till financial year 2029-2030, subject to approval of the members of the Company at the ensuing AGM. |
| 2. | Date of appointment & Term of appointment | Date: 30 th August, 2025, Subject to the approval of members of the Company at the ensuing Annual General Meeting. Term of 5 (five) consecutive years commencing from financial year 2025-26 till financial year 2029-2030. |
| 3. | Brief Profile (In case of appointment) | M/s. Ronak Jhuthawat & Co., is well known Practicing Company Secretaries firm established by Dr. CS Ronak Jhuthawat, a fellow member of the Institute of Company Secretaries of India ("ICSI") having experience of more than 12 years in the field of corporate secretarial and other compliance management services. The firm is primarily engaged in providing secretarial audit, Corporate Governance, Compliance Management, Diligence Report and assurance services. |
| 4. | Disclosure of Relationship between Directors (in case of appointment of a director) | Not applicable |
| 5. | Other disclosure(s) | Not applicable |

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Annexure II

Disclosure under regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

| Sr. No. | Details of events that needs to be provided | Information of such event (s) |
|---------|--|--|
| 1. | Name of Companies/Body Corporates ceased to be subsidiaries | Addwaya Chemicals Private Limited |
| 2. | 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; | Contribution in consolidated income as on 31 st March, 2025 Percentage (%): 26.19% Amount: Rs. 8,483.42 Lakhs (Net of after elimination of Intra group income) Contribution in consolidated Net worth as on 31 st March, 2025 Percentage (%): 1.48% Amount: Rs. 197.05 Lakhs (Net of minority interest) |
| 3. | Date on which the agreement for sale has been entered into; | After the approval of the shareholders |
| 4. | the expected date of completion of sale/disposal; | After the approval of the shareholders |
| 5. | consideration received from such sale/disposal | Whole transaction, including Consideration, will be executed after the approval of shareholder |
| 6. | brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof; | Under discussion |
| 7. | Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length | Under discussion |
| 8. | 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 | Company will take approval of Shareholders |
| 9. | 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. | Not Applicable |

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