



Ref. No: HSCL / Stock-Ex/2025-26/01

Date: 01/04/2025

E-mail: monika@himadri.com

Ref: Listing Code: 500184 BSE Limited Department of Corporate Services P. J. Towers, 25 th Floor, Dalal Street, Mumbai- 400 001	Ref: Listing Code: HSCL National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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Intimation under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – Update on conversion of Secured Optionally Convertible Debentures (OCDs) held by the Company into equity shares of Birla Tyres Limited (“BTL”)

Dear Sir/ Madam,

In continuation of our earlier announcement dated 29 March 2025 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), this is to inform you that Himadri Speciality Chemical Ltd (“**Company**”) has exercised the option to convert 30,00,000 no. of 0.01% Secured Optionally Convertible Debentures (OCDs) held by the Company as a Debenture holder of BTL into 30,00,000 no. of equity shares of INR 10/- each of BTL.

BTL has issued the previously mentioned no. of its equity shares to the Company on 01 April 2025 pursuant to conversion of the OCDs. Consequent to the said conversion, the Company is holding 99.67% of paid-up equity shares of BTL and therefore, BTL has become a subsidiary of the Company *w.e.f.* 01 April 2025.

Disclosures required under Regulation 30 read with Schedule III of the SEBI Listing Regulations read along with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is provided in ‘**Annexure I**’.

We request you to, kindly take on record the same.

Thanking you,

Yours faithfully,
For Himadri Speciality Chemical Ltd

(Company Secretary &
Compliance Officer)
ACS: 29322

Himadri Speciality Chemical Ltd
(Formerly known as Himadri Chemicals & Industries Limited) CIN: L27106WB1987PLC042756
Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Kolkata – 700 001, India
Corp. Office: 8, India Exchange Place, 2nd Floor, Kolkata – 700 001, India
Tel: 91-33-2230-9953, 2230-4363, Fax: 91-33-2230-9051, Website: www.himadri.com



Annexure- 1

S No.	Particulars	Birla Tyres Limited
1	Name of the Target entity, details in brief such as size, turnover etc.	<p>Name: Birla Tyres Limited</p> <p>Authorised Capital (post conversion of OCDs): INR 16,50,90,00,000 divided into 1,65,09,00,000 equity shares of INR 10/- each</p> <p>Paid up Capital (post conversion of OCDs): INR 3,01,00,000 divided into 30,10,000 equity shares of INR 10/- each.</p> <p>Turnover: The Turnover of BTL in the previous financial year ended on 31 March 2024 was Nil.</p>
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 “arms length”	<p>Post the conversion of OCDs, BTL has become a related party of the Company because of being a subsidiary company.</p> <p>Prior to the conversion, while the Executive Directors of the Company are the directors of BTL, BTL was not a related party of the Company.</p> <p>Accordingly, the conversion of OCDs into equity shares of BTL does not fall within the ambit of related party transaction(s).</p> <p>The Promoter/ promoter group/ group companies are interested in the transaction to the extent of their shareholding in the Himadri Speciality Chemical Ltd. This apart, they have no other interest in BTL.</p>
3	Industry to which the entity being acquired belongs;	Tyre Industry
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons or acquisition of target entity, if its business is outside the main line of business of the listed entity);	The acquisition has been made pursuant to the resolution plan as approved by the Hon’ble NCLT, Kolkata on 19 October 2023.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable



6	Indicative time period for completion of the acquisition;	The allotment of 30,00,000 equity shares of BTL pursuant to conversion of OCDs has been completed on 01 April 2025.						
7	Consideration - whether cash consideration or share swap and details of the same;	<p>The Company has exercised the option to convert 30,00,000 no. of 0.01% Secured Optionally Convertible Debentures (OCDs) of INR 10/- each held by the Company as a Debenture holder in BTL into 30,00,000 no. of equity shares of INR 10/- each of BTL.</p> <p>By this conversion, the Company is holding 99.67% of paid-up equity share capital of BTL.</p>						
8	Cost of acquisition or the price at which the shares are acquired;	The Company has exercised the option to convert 30,00,000 no. of 0.01% Secured Optionally Convertible Debentures (OCDs) of INR 10/- each held by the Company as a Debenture holder in BTL into 30,00,000 no. of equity shares of INR 10/- each of BTL						
9	Percentage of shareholding / control acquired and / or number of shares acquired;	Post conversion, the Company is holding 99.67% stake in BTL.						
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);	<p>Business: Tyre Industry</p> <p>Date of Incorporation: 22/11/2018</p> <p>Registered office: 23A, Netaji Subhas Road, 8th Floor, Suite No. 15, Kolkata-700001</p> <p>Last 3 years turnover: (INR. in crores)</p> <table border="1"> <thead> <tr> <th>FY 23-24</th> <th>FY 22-23</th> <th>FY 21-22</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>0.20</td> <td>5.41</td> </tr> </tbody> </table>	FY 23-24	FY 22-23	FY 21-22	Nil	0.20	5.41
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