Date: August 31, 2026

To, **The Secretary,** **BSE Limited,** P.J. Towers, Dalal Street, Mumbai- 400 001 **Scrip Code: 539542**	To, **The Secretary,** **National Stock Exchange of India Ltd.,** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandera (E), Mumbai – 400 051 **Symbol: LUXIND**

Respected Sir/Madam,

Subject: Announcement under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Approval of Scheme of Arrangement

This is in furtherance to the intimation dated April 23, 2026 whereby the Board had accorded its in-principle approval for the evaluation of proposed demerger of Company's Vertical A Business and Vertical C Business into two wholly owned subsidiaries (WOS 1 and WOS 2, respectively) whereas the business of Vertical B shall continue to be remain with the Company. The Board in the same meeting also approved the incorporation of two wholly-owned subsidiaries to facilitate the proposed demerger.

In line with the above, the Company incorporated Lux and Cozi Limited (WOS 1 or Resulting Company 1) on May 22, 2026 and Lux Global Limited (WOS 2 or Resulting Company 2) on May 18, 2026 in order to facilitate the proposed demerger.

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the company, at its meeting held today i.e. August 31, 2026, based on the recommendations of the Corporate Restructuring Committee (Committee constituted for evaluating the proposed restructuring), the Committee of Independent Directors and the Audit Committee , and subject to necessary statutory and regulatory approvals, considered and approved the Scheme of Arrangement involving Lux Industries Limited ("Demerged Company"), Lux and Cozi Limited ("Resulting Company 1") and Lux Global Limited ("Resulting Company 2") and their respective shareholders and creditors under sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made thereunder ("Scheme").

The said Scheme involves the demerger of Vertical A Business Undertaking of the Company (as defined in the Scheme) into the Resulting Company 1 and the demerger of Vertical C Business Undertaking of the Company (as defined in the Scheme) into the Resulting Company 2, on a going concern basis.

LUX INDUSTRIES LIMITED

PS Srijan Tech - Park, 10th Floor, DN - 52, Sector - V, Saltlake, Kolkata - 700 091, India. P: 91-33-4040 2121, F: 91-33-4001 2001, E: info@luxinnerwear.com

Regd. Office: 39 Kali Krishna Tagore Street, Kolkata - 700 007, India, P: 91-33-2259 8155, Website: www.luxinnerwear.com • CIN : L17309WB1995PLC073053

The Demerged Company and the Resulting Company 1 and Resulting Company 2 will have a mirror image/identical shareholding upon the Scheme becoming effective and allotment of equity shares by the Resulting Company 1 and Resulting Company 2 to the shareholders of the Demerged Company in proportion to their shareholding on the record date to be fixed.

In consideration thereof, Resulting Company 1 will issue equity shares to the shareholders of Demerged Company in accordance with the following Share Entitlement Ratio i.e., *"1 (One) fully paid-up Equity Share of Lux and Cozi Limited having a face value of Rs. 2/- (Rupees Two only) each, for every 1 (One) fully paid-up equity share of Lux Industries Limited having a face value of Rs. 2/- (Rupees Two only) each held by the shareholders of Lux Industries Limited as on the Record Date."* and Resulting Company 2 will issue equity shares to the shareholders of Demerged Company in accordance with the following Share Entitlement Ratio i.e., *"1 (One) fully paid-up Equity Share of Lux Global Limited having a face value of Rs. 2/- (Rupees Two only) each, for every 1 (One) fully paid-up equity share of Lux Industries Limited having a face value of Rs. 2/- (Rupees Two only) each held by the shareholders of Lux Industries Limited as on the Record Date."*

The Appointed Date for the Scheme is the first day of the financial quarter in which this Scheme becomes effective. The Scheme would become effective on last of the dates on which the certified copies of the Sanction Order are filed by each of the Companies with the RoC, having jurisdiction over each of them respectively.

The Equity Shares to be issued to the Shareholders of Resulting Company 1 and Shareholders of resulting Company 2 pursuant to the Scheme shall be listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') subject to receipt of necessary approvals from statutory and regulatory authorities and in compliance with SEBI Circulars.

The Scheme along with all other details will be filed in due course with the Stock Exchange pursuant to the provisions of Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") read with the SEBI Master Circular No SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023.

The Scheme is subject to the receipt of approval of shareholders and creditors, approvals from the jurisdictional Hon'ble National Company Law Tribunal, the Securities and Exchange Board of India, BSE and the NSE and such other approvals, permissions, and sanctions of regulatory and other authorities as may be necessary.

The details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are given in **Annexure - A.**

The above information is also available on the website of the Company at https://www.luxinnerwear.com/

The meeting of the Board of Directors of the Company commenced at 05:15 P.M. (1ST) and concluded at 05:45 P.M. (1ST).

We request you to kindly take the above information on your record.

Thanking You
Yours faithfully,
For LUX INDUSTRIES LIMITED

SMITA MISHRA
Digitally signed by SMITA MISHRA
Date: 2026.08.31 19:33:04 +05'30'

Smita Mishra
(Company Secretary & Compliance Officer)
M.No: A26489

Annexure A

Details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Sl No.	Particulars	Details
a)	**Brief details of the division(s) to be demerged**	The Vertical A Business Undertaking of the Company (as defined in the Scheme) is proposed to be demerged into Resulting Company 1 (Lux and Cozi Limited) and the Vertical C Business Undertaking of the Company (as defined in the Scheme) is proposed to be demerged into Resulting Company 2 (Lux Global Limited). Both Vertical A Business Undertaking and Vertical C Business Undertaking (as defined in detail in the Scheme) are involved in the manufacturing and trading of garments including hosiery products.
b)	**Turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year / based on financials of the last financial year**	**Vertical A Business Undertaking:** ₹ 1,373.59 Crores, representing 46.77% of the Company's Standalone Turnover for the Financial Year ended March 31, 2026. **Vertical C Business Undertaking:** ₹ 327.87 Crores, representing 11.16% of the Company's Standalone Turnover for the Financial Year ended March 31, 2026.
c)	**Rationale for demerger**	1. The Board of Directors of the Demerged Company believe that the businesses comprised in the respective Verticals (*as defined in the Scheme*) of the Demerged Company have distinct operational requirements, growth prospects, strategic priorities, risk profiles and return characteristics and that the segregation of Vertical A

		Undertaking and Vertical C Undertaking from the Demerged Company will result in focused management, efficient administration, independent strategic decision-making and greater accountability for each business segment, thereby unlocking value for the shareholders and other stakeholders. 2. The proposed Scheme is driven by commercial, operational and strategic considerations, including long-term stability, efficient administration, business continuity, enhanced operational flexibility and maximisation of value for all shareholders and stakeholders. The proposed Scheme will create distinct and independent business platforms and streamline governance structures, enabling each company to pursue its strategic objectives, capital allocation priorities and growth plans more effectively. The Scheme is also expected to provide a robust framework for long-term leadership, support orderly leadership transitions and ensure continuity and stability of operations without disruption to the respective businesses. The shareholding of public shareholders following the demerger will remain the same in all companies and shareholder value, across companies, will be preserved. 3. The demerger, transfer and vesting of the Vertical A Undertaking and Vertical C Undertaking on a going

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		concern basis, into the respective Resulting Companies would result in better and more efficient control by the management of the segregated Verticals and promote their growth. Further, the Scheme would also result in, *inter alia*, the following benefits: i) The Demerged Company and Resulting Companies would be led by separate and dedicated management teams, enabling improved and efficient control and greater managerial focus on their respective businesses, facilitating efficient exploration of new possibilities and optimum utilization of various resources. ii) The demerger would facilitate targeted growth, operational efficiencies, and increased operational and customer support in relation to the respective undertakings proposed to be demerged into the Resulting Companies (*as defined in the Scheme*), as well as the business of the Vertical B remaining in the Demerged Company. iii) Strategic business approach for the maximization of shareholder value. iv) Ability to leverage financial and operational resources of each business verticals independently. v) Each business would be able to address independent business opportunities, pursue efficient capital allocation and attract

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		different sets of investors, strategic partners, lenders and other stakeholders. vi) The proposed demerger will enhance value for shareholders and allow a focused strategy for the respective business Verticals, which would be in the best interest of the Demerged Company, Resulting Companies, and their shareholders, creditors and all other stakeholders. vii) The demerger is also expected to unlock the value of the business verticals of the Demerged Company. Steps shall also be taken by the Parties to cause Resulting Company 1 and Resulting Company 2 to be listed on the Stock Exchanges (*as defined in the Scheme*). viii) The Scheme would provide a competitive advantage in pursuing future growth opportunities, generate greater cost efficiencies and thereby significantly enhance the earnings potential of the respective companies. 4. Pursuant to the implementation of this Scheme, the management and control of each of the Demerged Company and the Resulting Companies will be aligned with the respective family group, resulting in focused and agile management of the respective businesses. This is expected to provide long-term stability, preserve goodwill and harmony amongst the promoter

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		family groups, facilitate orderly succession and leadership transition, and ensure continuity of the respective businesses without disruption. 5. The interests of shareholders and creditors of either the Demerged Company or the Resulting Companies would not be prejudiced as a result of the Scheme. The Scheme is not, in any manner, prejudicial or against public interest, and would serve the interest of all shareholders, creditors and stakeholders
d)	**Brief details of change in shareholding pattern (if any) of all entities**	There will be no change in the shareholding pattern of the Demerged Company (the Company) pursuant to the effectiveness of the Scheme. The Resulting Company 1 and Resulting Company 2 are presently the wholly owned subsidiaries of the Demerged Company. Pursuant to the effectiveness of the Scheme, each shareholder of the Demerged Company, subject to applicable law, will be issued equity shares of the Resulting Company 1 and Resulting Company 2 in the ratio of 1:1 and the entire pre-scheme paid-up share capital of Resulting Company 1 and Resulting Company 2 shall, without any further act, instrument or deed, stand cancelled and extinguished without payment of any consideration thereof, and such cancellation shall be treated as a reduction of share capital in accordance with Sections 230 to 232 of the Act, however, Mr. Rohit Poddar, Mr. Upendra Samriya, Mrs. Neha Poddar and Mrs. Shilpa Agarwal Samriya (currently categorized as Promoter and Promoter Group of the

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		Demerged Company) shall cease to be a part of promoter and promoter group of the Resulting Company 1 and Resulting Company 2 and Hollyfield Traders Private Limited, (currently being a shareholder and categorized as part of the promoter and promoter group of Demerged Company) shall cease to be a part of promoter and promoter group of the Resulting Company 2.
e)	**In case of cash consideration – amount or otherwise share exchange ratio**	The Scheme does not involve payment of any cash consideration for the demerger. In consideration of the demerger of the Vertical A Business Undertaking (as defined in the Scheme) and subject to applicable law, the Resulting Company 1 shall issue and allot to the equity shareholders of the Demerged Company, For 1 (One) fully paid-up Equity Share of Lux and Cozi Limited having a face value of Rs. 2/- (Rupees Two only) each, for every 1 (One) fully paid-up equity share of Lux Industries Limited having a face value of Rs. 2/- (Rupees Two only) each held by the shareholders of Lux Industries Limited as on the Record Date. In consideration of the demerger of the Vertical C Business Undertaking (as defined in the Scheme) and subject to applicable law, the Resulting Company 2 shall issue and allot to the equity shareholders of the Demerged Company, For 1 (One) fully paid-up Equity Share of Lux Global Limited having a face value of Rs. 2/- (Rupees Two only) each, for every 1 (One) fully paid-up equity share of Lux Industries Limited having a face value of Rs. 2/- (Rupees Two only) each held by the

		shareholders of Lux Industries Limited as on the Record Date
f)	**Whether listing would be sought for the resulting entity**	Yes, the Resulting Company 1 and Resulting Company 2 are proposed to be listed on BSE Limited and the National Stock Exchange of India Limited subject to receipt of requisite approvals from statutory and regulatory authorities.

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Kolkata

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