

05.05.2026

PCL:SEC:2026:230

BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
MUMBAI-400 001.
Scrip Code: 506852

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block,
Bandra- Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code: PRIMO

Sub: Disclosure under Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its meeting held on 05th May, 2026 commenced at 12:30 Hours, inter-alia, has considered and approved the following:

- 1) Appointment of Mr. Dibakar Sarkar (DIN: 07761581) as an Additional Director (Non Executive Independent) on the Board of Directors of the Company w.e.f. 5th May, 2026 to hold office for a term of 5 (five) consecutive years, subject to the approval of the shareholders of the Company;
- 2) Appointment of Mr. Sobhag Mal Jain (DIN: 08770020) as an Additional Director (Non Executive Independent) on the Board of Directors of the Company w.e.f. 5th May, 2026 to hold office for a term of 5 (five) consecutive years, subject to the approval of the shareholders of the Company;
- 3) The acquisition of balance 51% stake in paid up share capital of Flow Tech Chemicals Private Limited, a Promoter Group Company.

Further, Mr. Munish Aggarwal has tendered his resignation from the position of Senior Vice President (Operations) vide his resignation letter dated 15th April, 2026, effective from 10th May, 2026. A copy of his resignation letter is enclosed herewith as **Annexure – I**.

Disclosure of information pursuant to Regulation 30 read with Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, concerning the above appointments and acquisition are enclosed as **Annexure – II** and **Annexure – III**, respectively, to this intimation.

This is for your information and record please.

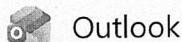
Thanking you,

Yours faithfully,
For Primo Chemicals Limited

SUGANDHA KUKREJA
Company Secretary & Chief HR Officer

Encl: as above.

PRIMO CHEMICALS LIMITED



Fw: Resignation Letter - Senior Vice President - Operations

From: Munish Aggarwal <munish.aggarwal@primochemicals.in>
Date: 15 April 2026 at 9:18:35 AM IST
To: Naveen Chopra <managingdirector@primochemicals.in>
Cc: Munish Aggarwal <munish.agg22@gmail.com>
Subject: Resignation Letter - Senior Vice President - Operations

Hi Naveen Ji,

I hereby submit my resignation from my role as Senior Vice President – Operations, due to personal reasons, with immediate effect. I kindly request to be relieved of my duties by 10th May 2026 and request a waiver of the remaining notice period.

I also request you to kindly provide your acceptance of this resignation via this email.

During this period, I will ensure a smooth and complete handover of my responsibilities.

I would like to sincerely thank you and the organization for providing me the opportunity to work in such a wonderful environment and for the valuable learnings in my career journey. Request you to please give me acceptance of this mail.

Munish Aggarwal
Sr. Vice President-Operations

PRIMO
CHEMICALS LTD.

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Annexure- II

Information as required under Regulation 30 - Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026.

Particulars	Additional Director (Non Executive Independent)		Senior Management
	Mr. Dibakar Sarkar	Mr. Sobhag Mal Jain	Mr. Munish Aggarwal
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Dibakar Sarkar (DIN: 07761581) as an Additional Director (Non-Executive Independent) on recommendation of the Nomination and Remuneration Committee.	Appointment of Mr. Sobhag Mal Jain (DIN: 08770020) as an Additional Director (Non-Executive Independent) on recommendation of the Nomination and Remuneration Committee.	Resignation from the position of Sr. Vice President (Operations).
Date of appointment/cessation (as applicable) & Term of appointment	Appointment- w.e.f. 05.05.2026. Term of Appointment- 5 (five) consecutive years with effect from 5 th May, 2026, subject to the approval of the shareholders.	Appointment- w.e.f. 05.05.2026. Term of Appointment- 5 (five) consecutive years with effect from 05 th May, 2026, subject to the approval of the shareholders.	Date of cessation- 15.04.2026 effective from 10.05.2026.
Brief profile (in case of appointment)	Mr. Dibakar Sarkar is a public sector professional with over 35 years of experience in government service. He possesses deep expertise in public infrastructure development and asset management, along with 13 years of experience as Secretary of a statutory development authority established by an Act of Parliament. He has a strong understanding of governance frameworks and regulatory compliance.	With over 37 years of professional experience in finance, risk management, taxation, and corporate governance, primarily with the Life Insurance Corporation of India (LIC) and its associated entities. His experience includes holding of senior leadership roles, including Executive Director (Finance & Accounts & Taxation), Chief Risk Officer, and Director & CEO of LICHFL Care Homes Ltd., along with my current engagements as Independent Director on the boards of listed entities.	Not Applicable

Disclosure of relationships between directors (in case of appointment of a director)	None of the Directors of the Company are inter-se related to Mr. Dibakar Sarkar.	None of the Directors of the Company are inter-se related to Mr. Sobhag Mal Jain.	Not Applicable
Information as required under BSE circular no. LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 both dated June 20, 2018.	Not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.	Not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.	Not Applicable

Annexure- III

Information as required under Regulation 30 - Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026.

S. No.	Particulars	Details												
a.	Name of the target entity, details in brief such as size, turnover etc.;	<p>Flow Tech Chemicals Private Limited ("Target Company" /"Flow Tech") (CIN: U25202PB1996PTC067073)</p> <p>The existing paid up capital of Flow tech is Rs. 76,26,080 comprising of 7,62,608 equity shares of face value Rs.10 each. The directors of Flow Tech are Shri Sukhbir Singh Dahiya, Shri Jagbir Singh Ahlawat, Shri Mayank Ahlawat and Shri Jatin Dahiya.</p> <p>The summary details of the turnover and PAT are as under:</p> <p style="text-align: right;">(Rs. In lakhs)</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Year</th> <th style="text-align: center;">Turnover</th> <th style="text-align: center;">PAT</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">2025-26</td> <td style="text-align: center;">34166.14</td> <td style="text-align: center;">979.58</td> </tr> <tr> <td style="text-align: center;">2024-25</td> <td style="text-align: center;">27501.43</td> <td style="text-align: center;">254.58</td> </tr> <tr> <td style="text-align: center;">2023-24</td> <td style="text-align: center;">22795.63</td> <td style="text-align: center;">102.11</td> </tr> </tbody> </table>	Year	Turnover	PAT	2025-26	34166.14	979.58	2024-25	27501.43	254.58	2023-24	22795.63	102.11
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2023-24	22795.63	102.11												
b.	<p>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?</p> <p>If yes, nature of interest and details thereof and whether the same is done at "arms length";</p>	<p>The Target Company is part of the Promoter Group of the Company and Promoters of Primo Chemicals Limited previously holds 100% holding in the Target Company.</p> <p>As per Board Decision dated 21.05.2021, PRIMO has completed acquisition of 49% holding in Target Company, resulting Promoters of Primo Chemicals Limited now holds 51 % holding in the Target Company.</p> <p>The proposed transaction would qualify as the related party transaction. Further, the Target Company was allocated a land admeasuring 3 acres by PRIMO on lease to set up a Chlorinated Paraffin Plant within PRIMO's plant complex. The said land was granted on lease commencing from June 16, 2012 for period of thirty years at an annual rent of Rs. 50,000. The said lease is renewable for a further period of 30 years or such other period on the terms mutually agreed by the parties. In terms of the said agreement, Target Company also undertakes transactions with PRIMO for purchase of chlorine in ordinary course of business at arms length basis.</p> <p>The proposed transaction will be at a price to be arrived by way of fresh valuation of equity shares of Flow Tech at the relevant time of exercising the option.</p>												
c.	Industry to which the entity being acquired belongs:	The Target Company also belongs to the same industry i.e. Chemical Industry and is												

		manufacturing chemical products using by-product of PRIMO.
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);	<p>Chlorine is a by-product in the manufacturing process of Caustic Soda Lye, which is the main product of PRIMO. Such chlorine is disposed by PRIMO to various parties, including Flow Tech.</p> <p>Objects and effects of acquisition:</p> <ul style="list-style-type: none"> - better control over the supply chain management and PCL will have advance information regarding future utilisation of chlorine; - Efficient utilisation of capital in the business as a result of reduced uncertainty in disposal of chlorine; - expand its business operations by increasing the product manufactured by PRIMO; - Presence of more products will hedge the risk during the rough phases and lead to risk bearing economies; - Addition of new products to expand and strengthen PRIMO's position in the market and expand its foot prints;
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	None
f.	Indicative time period for completion of the acquisition;	Primo has already acquired 49% of the paid up share capital of Flow Tech, now the Remaining stake of 51 % of the paid up share capital of Flow Tech to be acquired by 31.03.2027
g.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
h.	Cost of acquisition or the price at which the shares are acquired;	The proposed transaction will be at a price to be arrived by way of fresh valuation of equity shares of Flow Tech at the relevant time of exercising the option.
i.	Percentage of shareholding /control acquired and /or number of shares acquired;	Primo has already acquired 49% of the paid up share capital of Flow Tech, now the Remaining stake of 51 % of the paid up share capital of Flow Tech to be acquired by 31.03.2027.

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);

Flow Tech Chemicals Private Limited was incorporated as Advance Rexine Private Limited on 16th May, 1996 under the Companies Act 1956 with Registrar of Companies, NCT of Delhi & Haryana. The name of the Company was changed to Flow Well Plast-Chem Private Limited and fresh Certificate of Incorporation was issued on September 07, 1998. Subsequently, its name was changed to Flow Tech Chemicals Private Limited vide Certificate of Incorporation dated 14th June, 2012. The registered office of the Company was earlier situated at 314 PP Tower, Netaji Subhash Place, Pitampura, Delhi-110034 which is now shifted at 1 A 1B SIEL Industrial Estate, Khadola, Rajpura, Patiala, Punjab, India, 140401. CIN is U25202PsB1996PTC067073. The existing paid up capital of Flow Tech is Rs.76,26,080 comprising of 7,62,608 equity shares of face value Rs. 10 each.

Flow Tech is engaged primarily in the manufacture of Chlorinated Paraffin and Hydrochloric Acid.

Turnover and PAT in last 3 years:

(Rs. In lakhs)

Year	Turnover	PAT
2025-26	34166.14	979.58
2024-25	27501.43	254.58
2023-24	22795.63	102.11