

Date: 17th February 2026

**The Manager (Listing Department)
National Stock Exchange of India Limited
Bandra- Kurla Complex
Bandra (East)
Mumbai - 400 015**

Company Symbol: REPL

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

Dear Sir/Mam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that Rudrabhishek Infosystem Private Limited, Wholly owned subsidiary of Rudrabhishek Enterprises Limited will form a joint venture with Gem Enviro management Limited.

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), we hereby inform you that, the Company has approved in principal to form a joint venture with Gem Enviro management Limited to enable formation of a joint venture company for technological solution in recycling, waste management, sustainability and eco system conservation.

In this regard, details as required under Regulation 30 of the SEBI LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure-A, Annexure-B and Annexure-C**

Please take the above on records.

Thanking you

Yours faithfully
For RUDRABHISHEK ENTERPRISES LIMITED


PRADEEP MISRA
DIN:01386739
CHAIRMAN AND MANGING DIRECTOR



Rudrabhishek Enterprises Limited
820, Antriksh Bhawan, 22. K.G. Marg,
Connaught Place, New Delhi-110001, India
Ph. No.: +91-11-41069500, 43509305

Disclosure of acquisition (Including agreement to acquire)

Annexure-A

Sr. No	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover	The name of the proposed Company is Nova GEM Limited or any other company subject to approval by Ministry of Corporate Affairs. Proposed Authorised share capital: Rs. 1,00,00,000 Proposed Paid up share capital: Rs. 50,00,000 Turnover: Not applicable
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"	NO
c	Industry to which the entity being acquired belongs	Technical and technological solutions in sustainability areas.
d	Objects and impact 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 proposed J/V, Company aims to drive environmental sustainability and scale its digital-first portfolio across public and private sectors
e	Brief details of any governmental or regulatory approvals required for the acquisition	The Proposed company is subject to approval by Ministry of Corporate Affairs
f	Indicative time period for completion of the acquisition	Not Applicable
g	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash
h	Cost of acquisition and/or the price at which the shares are acquired	The Company will pay cash consideration to the proposed JV company towards subscription of 49% shareholding.
i	Percentage of shareholding / control acquired and / or number of shares acquired	49%
k	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	Not applicable, as the proposed JV Company is yet to be incorporated




Sr. No	Particulars	Details
a	Name(s) of parties with whom the agreement is entered	GEM Enviro Management Limited (L93000DL2013PLC247767). The Joint Venture agreement is yet to be finalized and executed.
b	Purpose of entering into the agreement	Carrying on the business of technical and technological solutions in recycling, waste management, sustainability and eco system conservation
c	Shareholding, if any, in the entity with whom the agreement is executed	NIL
d	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Joint Venture agreement is yet to be finalized and executed.
e	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No
f	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
g	In case of issuance of shares to the parties, details of issue price, class of shares issued	On incorporation of the Joint Venture Company, Rudrabhishek Infosystem Private Limited will acquire up to 49% stake, and the GEM Enviro Management Limited will acquire up to 51% stake
h	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	The terms of the Joint Venture agreement is yet to be finalized and executed. There is no potential conflict of interest arising out of this proposed agreement
k	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a. name of parties to the agreement; b. nature of the agreement; c. date of execution of the agreement; d. details of amendment and impact thereof or reasons of termination and impact thereof.	NA



Handwritten signature and blue circular stamp of Rudrabhishek Enterprises Limited.

Arrangement for Strategic Tie-up

Annexure-C

Sr. No	Particulars	Details
a	Names of the Parties with whom the agreement/JV is signed	Rudrabhishek Infosystem Private Limited and GEM Enviro Management Limited
b	Area of agreement/JV	To establish a Joint Venture (JV) for the purpose of carrying on the business of technological solutions in recycling, waste management, sustainability and eco system conservation
c	Whether domestic/international	Domestic
d	Share exchange ratio / JV ratio	The shareholding in the proposed JV Co. shall be as following: (a) Rudrabhishek infosystem Private - 49%; and (b) GEM Enviro Management Limited - 51%
e	Scope of business operation of agreement / JV	Scope will include: Development of platforms for EPR Compliance & reporting platforms, Implementation of digital Plastic waste traceability systems Delivery of Advisory+SaS+Managed services focused on sustainability Digital Transformation consulting tools for Enterprises & Technological Solutions will be offered to Industry
f	Details of consideration paid / received in agreement / JV	The JV Co. is yet to be incorporated. The shareholding of the JV Co. will be held (a) Rudrabhishek infosystem Private - 49%; and (b) GEM Enviro Management Limited - 51%
g	Significant terms and conditions of agreement / JV in brief	JV Agreement is yet to be finalized and executed.
h	Impact of this JV	RIPL is expanding into the EPR and ESG compliance domain through a strategic JV with GEM Enviro Management Limited. This horizontal integration introduces a high-growth consultancy segment powered by an integrated AI + Blockchain sustainability platform. The platform offers monitoring and immutable reporting, aligning with the Group's long-term ESG objectives and enabling




		<p>participation in large-scale projects of national importance.</p> <p>The JV focuses on technological solutions, including Plastic Waste Traceability, SaaS, and Managed Services. By entering the recycling and waste management sector, RIPL aims to drive environmental sustainability and scale its digital-first portfolio across public and private sectors</p>
i	Size of the entity(ies)	<p>Rudrabhishek Infosystem Private Limited: Revenue from operations- Rs. 889.37 Lakhs Net Worth- Rs. 646 Lakhs (as per Audited Financial Statements for the financial year ended March 31, 2025)</p> <p>GEM Enviro Management Limited: Revenue from operations- Rs. 5,920.04 Lakhs Net Worth- Rs. 4,893.27 Lakhs (as per Audited Financial Statements for the financial year ended March 31, 2025)</p>
h	Whether order(s)/contract(s) would fall within related party transactions? If yes whether the same is done at "arm's length"	No

The above information is for your records only.

Thanking you

Yours faithfully

For **RUDRABHISHEK ENTERPRISES LIMITED**


PRADEEP MISRA

DIN:01386739

CHAIRMAN AND MANGING DIRECTOR

