



**TEMBO**  
*Powering Ahead*

Dated: 26-11-2025

To,  
National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra East, Mumbai 400051

**SYMBOL: TEMBO/INE869Y01010**

**Subject – Outcome of Board Meeting held on 26<sup>th</sup> November, 2025**

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we inform that the Board of Directors of the Company, at its meeting held today i.e. November 26, 2025, has, inter alia approved:

1. Based on the recommendation of the Audit Committee, the Board of Directors has approved an additional investment in the equity share capital of Tembo Defense Products Private Limited. This investment will be made through the subscription to fully paid equity shares at a price of Rs. 43.60 (Rupees Forty-Three and Sixty Paise Only) per share, in accordance with the valuation report issued by the Registered Valuer, B B Darji & Associates (Registered Valuer No. IBBI/RV/02/2021/14321). The aggregate investment amount will be up to Rs. 1,26,71,16,480 (Rupees One Hundred Twenty-Six Crores Seventy-One Lakhs Sixteen Thousand Four Hundred Eighty Only), resulting in the acquisition of additional shares and increasing Tembo Global Industries Limited's total shareholding in Tembo Defense Products Private Limited to 75%, thereby making it a subsidiary of Tembo Global Industries Limited.

Disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and other applicable circulars, if any, is enclosed herewith as "**Annexure 1**".

2. The Board, based on the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Mr. Sanjay Jashbhai Patel (DIN: 01958033) as Managing Director of the Company for a further period of three (3) years, with effect from April 1, 2026 to March 31, 2029. The re-appointment is subject to shareholders' approval and includes revision of remuneration as recommended by the Nomination and Remuneration Committee.

The disclosure pursuant to SEBI Listing Regulations read with SEBI Circular No. SEBI/SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, is enclosed as "**Annexure 2**".

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3. The Board, based on the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Ms. Fatema Shabbir Kachwala (DIN: 06982324), Whole-time Director of the Company for the further period of 3 year, with effect from April 1, 2026 to March 31<sup>st</sup> 2029. The re-appointment is subject to shareholders' approval and includes revision of remuneration as recommended by the Nomination and Remuneration Committee.

The disclosure pursuant to SEBI Listing Regulations read with SEBI Circular No. SEBI SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, is enclosed as "**Annexure 3**".

4. Approved Notice for 15<sup>th</sup> Annual General Meeting ('AGM') along with the venue, day, date and time of the Meeting.
5. Approved cut-off date to determine the entitlement of voting rights of members for e-voting and to fix the commencement and closing date for e-voting.
6. Approved date of closure of the Share Transfer Books and Register of Members.
7. The Board considered and approved the appointment of M/s. D. M. Zaveri & Co, Company Secretaries (FCS No: 5418), as the Scrutinizer for scrutinizing the ballot voting in a fair and transparent manner for the forthcoming Annual General Meeting, to be held on September 05, 2025.
8. The board has also took note of resolution passed by circular on November 21, 2025 for the Allotment of 2,33,145 (Two Lakh Thirty-Three Thousand One Hundred Forty-Five) equity shares having a face value of Rs. 10/- each at a price of Rs. 492/- (Rupees Four Hundred Ninety-Two Only) per share aggregating to Rs. 11,47,07,340/- (Rupees Eleven Crore Forty-Seven Lakhs Seven Thousand Three Hundred Forty Only) on preferential basis to the persons/entities belonging to Non-Promoter Category ("Allottees")..
9. The board has also took note of resolution passed by circulation on November 24, 2025 for the Allotment of 2,94,068 (Two Lakh Ninety-Four Thousand Sixty Eight) equity shares having a face value of Rs. 10/- each at an issue price of Rs. 492/- (Rupees Four Hundred Ninety-Two Only) per share aggregating to Rs. 14,46,81,456/- (Rupees Fourteen Crore Forty-Six Lakhs Eighty-One Thousand Four Hundred Fifty-Six Only) on preferential basis to the persons/entities belonging to Non-Promoter Category ("Allottees").
10. The Board has approved Allotment of 172069 (One lac Seventy two thousand sixty nine) equity shares having a face value of Rs. 10/- each at an issue price of Rs. 492/- (Rupees Four Hundred Ninety-Two Only) per share aggregating to Rs. 8,46,37,948/- (Rupees Eight Crore Forty-Six Lakhs Thirty Seven Thousand Nine Hundred Forty Eight Only) on preferential basis to the persons/entities belonging to Non-Promoter Category ("Allottees") as per the list enclosed marked as "**Annexure 4**".

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Equity shares allotted on the preferential allotment basis shall rank pari-passu with the existing equity shares of the Company in all respects.

The Equity shares allotted on preferential basis shall be locked-in for specified period in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. The above information is also being made available on the website of the Company at [www.tembo.in](http://www.tembo.in)

The Board Meeting commenced at 11.00 A.M. and concluded at 01:30 P.M.

**Thanking You,  
Yours Faithfully,  
For Tembo Global Industries Limited**

**Sanjay Patel  
Managing Director  
DIN: 01958033  
Dated: 26-11-2025**

**Tembo Global Industries Ltd.**

GST NO. 27AAPCS4498C1ZV | CIN - L24100MH2010PLC204331 | Toll Free : 1800 123 7991 | [sales@tembo.in](mailto:sales@tembo.in) | [www.tembo.in](http://www.tembo.in)  
Reg. Off. : Plot No.D-146/147, Turbhe MIDC, TTC Industrial Estate, S Cental Road, Opp. Balmer Lawrie Vaan Leer, Navi Mumbai, Maharashtra 400 705.  
Factory Add.: Unit No.1/B - Badrinath, Ground Floor, Tungareshwar Industrial complex, Sativali Village, Vasai (East), Dist.Palghar- 401208.



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**“Annexure 1”**

**Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

<b>SR. No.</b>	<b>Particulars</b>	<b>Description</b>
a.	Name of the target entity, details in brief such as size, turnover etc;	Tembo Defense Products Private Limited
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;	Yes
c.	Industry to which the entity being acquired belongs;	Engaged in the business of manufacturing, repairing, refitting, testing, and dealing in armaments, including the manufacture, sale, maintenance, repair, and trading of defence products and equipment.
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);	To explore new business opportunities in the defence sector.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
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;	Subscribing Equity Shares by way of Cash Consideration.
h.	Cost of acquisition and/or the price at which the shares are acquired;	Up to Rs. 1,26,71,16,480/- (Rupees One Hundred Twenty-Six Crores Seventy One Lakhs Sixteen Thousand and Four Hundred Eighty only)
i.	Percentage of shareholding / control acquired and / or number of shares acquired;	75.00%
j.	Brief background about the entity	Date of Incorporation: February 13, 2024.

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	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);	
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**“Annexure 2”**

**Appointment of Independent Directors/ Non-Executive Director/ Executive Director**

**Disclosures in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No.SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the re-appointment of Executive Managing Director pursuant to Section 196 and 197 of the Companies Act, 2013**

1.	Name of Director	Mr. Sanjay Jashbhai Patel (DIN: 01958033)
2.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise;</del>	Pursuant to Section 196 and 197 of the Companies Act, 2013, Mr. Sanjay Jashbhai Patel (DIN: 01958033), Managing Director of the Company re-appointed for the further period of 3 year, with effect from April 1, 2026 to March 31 <sup>st</sup> , 2029 subject of approval of Shareholders
3.	Date of appointment / <del>cessation (as applicable)</del> and term of <del>appointment/re-appointment.</del>	<b>Date of Appointment:</b> Effective from April 1, 2026, as Managing Director of the Company, subject to the approval of shareholders in ensuing general meeting. <b>Term</b> – April 1, 2026 to March 31, 2029
4.	Brief profile (in case of appointment)	Sanjay Patel is the visionary Founder and Managing Director of Tembo Global, a company he established in 2010 to build a trusted and innovative brand in the industry. Under his leadership, Tembo Global has expanded its national and international footprint, becoming a market leader through a commitment to quality, excellence, and continuous innovation. With over 40 years of experience across manufacturing, retail & wholesale trading, exports & imports, Sanjay has cultivated a distinguished career spanning multiple industries, including engineering products, textiles, and general merchandise. His strategic foresight and deep industry expertise have been instrumental in scaling businesses, enhancing operational efficiency, and driving sustainable growth. Before founding Tembo Global, he gained invaluable experience at Chimanlal Enterprises and through various independent business ventures, where he sharpened his expertise in market analysis, procurement, finance, and taxation. Sanjay holds a Bachelor of Commerce degree from the University of Mumbai.

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5.	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Sanjay Jashbhai Patel is not related to any director of the Company
6.	Information as required pursuant to BSE Circular ref. no. LIST/COMP/14/ 2018-19 and NSE ref. no. NSE/CML/2018/24, dated June 20, 2018	He is not debarred from holding the Office of Director by virtue of any SEBI Order or such other Authority.

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**“Annexure 3”**

**Appointment of Independent Directors/ Non-Executive Director/ Executive Director**

**Disclosures in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No.SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the re-appointment of Executive Whole Time Director**

1.	Name of Director	Ms. Fatema Shabbir Kachwala (DIN: 06982324), Whole-time Director
2.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise;</del>	Pursuant to Section 196 and 197 of the Companies Act, 2013, Ms. Fatema Shabbir Kachwala (DIN: 06982324), Whole-time Director of the Company of the Company re-appointed for the further period of 3 year, with effect from April 1, 2026 to March 31 <sup>st</sup> , 2029 subject of approval of Shareholders
3.	Date of appointment / <del>cessation (as applicable)</del> and term of <del>appointment/re-appointment;</del>	<b>Date of Appointment:</b> April 1, 2026, as Whole-time Director of the Company, subject to the approval of shareholders in ensuing general meeting. <b>Term</b> – April 1, 2026 to March 31, 2029
4.	Brief profile (in case of appointment)	Mrs. Fatema Kachwala is a seasoned professional with a Master's degree in Commerce from the University of Pune and a Post Graduate Diploma in International Business. Bringing over 11 years of experience, she has developed a well-rounded understanding of business operations, with a strong foundation in human resource management. Her thoughtful leadership and strategic perspective continue to contribute significantly to Tembo Global's organizational growth and planning efforts.
5.	Disclosure of relationships between directors (in case of appointment of a Director)	Spouse of Mr. Shabbir Merchant, Non Executive Director of the Company
6.	Information as required pursuant to BSE Circular ref. no. LIST/COMP/14/ 2018-19 and NSE ref. no. NSE/CML/2018/24, dated June 20, 2018	She is not debarred from holding the Office of Director by virtue of any SEBI Order or such other Authority.

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**“ANNEXURE 4”**

**LIST OF EQUITY SHARES ALLOTTED**

<b>Sr. no.</b>	<b>Name of the Investors/proposed Equity allottees</b>	<b>Category Promoter (P)/ Non-Promoter (NP)</b>	<b>No. of shares (up to)</b>	<b>CONSIDERATION (Amount in Rs.)</b>
1.	Neeta Navin Nagda	NP	20,325	99,99,900
2.	Sandeep Singh	NP	20,325	99,99,900
3.	Alpa Sunil Chheda	NP	10,150	49,93,800
4.	Niranjan Ratanshi Sachade	NP	10,150	49,93,800
5.	Sunil Veljibhai Saiya	NP	10,150	49,93,800
6.	Nemchand Lakshmichand Dedhia	NP	5,000	24,60,000
7.	Chapre Maroti Gangaram	NP	5,069	24,93,948
8.	Adesh Radhakishan Mantri	NP	10,000	49,20,000
9.	Kopal Chourey		10,150	49,93,800
10.	PURVA GUPTA	NP	10,150	49,93,800
11.	Jayshree Rajesh Vora	NP	10,150	49,93,800
12.	ESPI Industries & Chemicals Private Limited	NP	10,150	49,93,800
13.	Mayank Singh	NP	10,150	49,93,800
14.	Vineet Gupta	NP	10,150	49,93,800
15.	Hari Thayrajan	NP	20,000	98,40,000

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