



April 16, 2026

The Listing Department, National Stock Exchange of India Limited "Exchange Plaza", C-1, Block-G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051 SCRIP CODE: VARDMNPOLY	The Listing Department, BSE Limited 25 th Floor, P.J. Towers, Dalal Street Fort, Mumbai- 400001 SCRIP CODE: 514175
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Subject: Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015 – Clarification on Observations by NSE in Explanatory Statement to EGM Notice

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing, Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that Vardhman Polytex Limited ("the Company") had sought in-principle approval from National Stock Exchange of India Limited and BSE Limited for issuance of Optionally Convertible Debentures (OCDs).

In this regard, the Company had received certain observations from NSE on the explanatory statement forming part of the Notice of the Extraordinary General Meeting ("EGM") which were of clerical/interpretational nature.

The Company wishes to inform that the said observations on the explanatory statement were minor in nature and would not have any impact on the decision-making by the shareholders. Accordingly, no corrigendum to the EGM Notice was required.

However, in the interest of transparency and good governance, the Company apprised the shareholders during the EGM held on April 16, 2026 of the following:

1. Repetition of Words "Capital Expenditure" in the Explanatory Statement in Purpose or Objects of the Issue (Page 8 of EGM Notice):

The term "Capital Expenditure" was inadvertently mentioned twice under the Objects of the Issue in the explanatory statement and the same may be read appropriately.

2. Clarification on Point No. 4 (Explanatory Statement – Item No.1 - Disclosures in accordance with the provisions of Section 62 of the Companies Act, 2013 – Page 9 of EGM Notice):

In this regard, we submit that the said point clearly sets out the pricing mechanism in accordance with the applicable provisions of Chapter V of the SEBI (ICDR) Regulations, 2018. 'Relevant date' for determination of the conversion price shall be in line with the regulatory framework, i.e., a date not earlier than 30 days prior to the date on which the OCD holder(s) become entitled to apply for equity shares.

Further, it is specifically stated that in the present case, since the proposed allotment is to Qualified Institutional Buyer(s) (QIBs) and the number of allottees does not exceed five, the Company is adopting the pricing methodology prescribed under Regulation 164(4) of the SEBI (ICDR) Regulations, 2018. Accordingly, the conversion price of the OCDs shall not be less than the volume weighted average price of the equity shares of the Company for the 10 trading days preceding the relevant date.



3. **Clarification on Point No. 21. C (Explanatory Statement – Item No.1 - Disclosures in accordance with the provisions of Section 62 of the Companies Act, 2013 – Page 11 of EGM Notice):**

The statement "The proposed allottee have not sold or transferred any equity shares during the 90 trading days preceding the relevant date" was not intended to be conveyed in that manner. The intended disclosure was that the proposed allottee has not sold any equity shares even during the 90 trading days preceding the date of the EGM Notice.

Further, while the statement was meant to convey the above factual position, it may be considered as not forming part of the relevant disclosure, as the "relevant date" will be determined at a later stage in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018.

This is for your information and records.

Thanking you,
Yours truly,

For Vardhman Polytex Limited

Ajay K. Ratra
Company Secretary