



18 May, 2026

The Listing Department, <b>National Stock Exchange of India Limited</b> "Exchange Plaza", C-1, Block-G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051  SCRIP CODE: VARDMNPOLY	The Listing Department, <b>BSE Limited</b> 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street Fort, Mumbai- 400001  SCRIP CODE: 514175
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**Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Allotment of Optionally Convertible Debentures on Preferential Basis**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we wish to inform you that the Board of Directors at their meeting held today, Monday, 18<sup>th</sup> May, 2026 have allotted 1,500 (One Thousand Five Hundred) **Optionally Convertible Debentures (herein after referred as 'OCD(s)')** at a price of Rs. 1,00,000/- per OCD aggregating to Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) convertible into equity shares of Re. 1/- each, within a period of 18 (Eighteen) months from the date of allotment of the OCDs to **Special Situation India Fund (Non-Promoter Group Entity)** on Preferential Basis in accordance with the special resolution passed by shareholders in Extraordinary General Meeting held on 16<sup>th</sup> April, 2026 and pursuant to the In-Principle approval received from BSE Limited vide its letter number LOD/PREF/MV/FIP/226/2026-27 dated May 14, 2026 and National Stock Exchange of India Limited vide its letter number NSE/LIST/54202 dated May 15, 2026.

100% amount of the OCDs Issue Price has been received upfront by the Company of each OCD.

Further, "Relevant Date" for calculating the price of resultant equity shares of the Company pursuant to conversion of the OCDs will be a date 30 (thirty) days prior to the date on which the OCD holder become entitled to apply for the equity shares of the Company.

Details relating to Preferential Issue of OCDs as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI circular dated July 13, 2023, as amended, are provided in Annexure- II.

The meeting of Board of Directors commenced at 05:00 PM and concluded at 05:45 PM.

This is for your information and records.

Thanking you,

Yours truly,  
**For Vardhman Polytex Limited**

**Ajay K. Ratra**  
Company Secretary

**Vardhman Polytex Ltd**  
An **Oswal Group**® Company  
CIN: L17122PB1980PLC004242

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**Annexure-I**

The details relating to Preferential Issue of OCDs as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI circular dated July 13, 2023:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Type of securities issued	Optionally Convertible Debentures convertible into Equity Shares of face value Re. 1/- each <b>[herein after referred as 'OCD(s)']</b>
2	Type of Issuance	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	<p>1,500 (One Thousand Five Hundred) OCDs at a price of Rs. 1,00,000 (Rupees One Lakh only) per OCD, payable in cash ("OCDs Issue Price") aggregating to Rs. Rs. 15,00,00,000/- (Rupees Fifteen Crore Only), convertible into or exchangeable for equity shares of the Company having face value of Re. 1/- (Rupee One only) each within the period of 18 (Eighteen) months, in accordance with the applicable laws.</p> <p>The preferential issue is being undertaken for cash consideration. An amount equivalent to 100% of the OCDs Issue Price has already been received upfront.</p> <p>Further, "Relevant Date" for calculating the price of resultant equity shares of the Company pursuant to conversion of the OCDs will be a date 30 (thirty) days prior to the date on which the OCDs holder become entitled to apply for the equity shares of the Company.</p>
<b>Additional information in case of Preferential Issue</b>		
4	Name of Investors	Special Situation India Fund.



5	Post allotment of securities- outcome of the subscription, issue price/allotted price (in case of convertibles), number of investors	<b>Refer Annexure-II for the outcome of subscription.</b>  Issue price: Rs. 1,00,000/- per debenture.  An amount equivalent to 100% of the OCDs Issue Price has already been received upfront  Number of allottees: 1
6	In case of convertibles- intimation on conversion of securities or on lapse of the tenure of the instruments	Same will be intimated to stock exchanges as and when OCDs will be converted or lapsed.
7	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable



**Annexure- II**

Sr. No.	Name of Proposed Allottee	Caategory (Promoter/ Non-Promoter)	Pre-Issue Equity Shareholding		No. of OCDs Allotted	Post-Issue Equity Shareholding*	
			Share (s)	%		Share(s)	%
1	Special Situation India Fund	Non-Promoter	0	0	1,500	--	--

\*As the price of equity shares upon conversion of OCDs shall be determined as on the 'Relevant Date' under SEBI ICDR Regulations, which shall be a date 30 (thirty) days prior to the date on which the holders of the OCDs become entitled avail the option to convert the OCDs to apply for the equity shares, presently, it is not possible to determine the number of shares that the OCDs holders would become entitled to upon such conversion of OCDs into equity shares. Hence, the post issue shareholding cannot be ascertained presently.