

Varroc Engineering Limited

Corp Office:

3rd & 7th Floor, B- 3010 & 7010, Solitaire
Business Hub (Marvel Edge) Datta Mandir
Chowk, Viman Nagar, Pune - 411014,
Maharashtra, India
Tel: + 91 20 67445001

Regd. Office:

L-4, MIDC Industrial Area, Waluj,
Chhatrapati Sambhaji Nagar (formerly
Aurangabad)-431 136 Maharashtra, India
Tel:+91 - 240-6653700
Fax +91 240 2564540

www.varroc.com
CIN: L28920MH1988PLCO47335
Email: Varroc.info@varroc.com



VARROC/SE/INT/2025-26/152

February 5, 2026

To,

The Manager- Listing The Listing Department, National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400051 NSE Symbol: VARROC	The Manager – Listing The Corporate Relation Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. BSE Security Code: 541578 [Debt: 975062]
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Sub: Intimation of exercise of Call Option, Record Date and Notice of exercise of Call Option to Debenture Trustee and Debenture Holder in respect of 8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable Non-Convertible Debentures (“NCDs”)

Ref.: ISIN: INE665L07040, Scrip Code: 975062 & our earlier communication dated February 5, 2026

Dear Sir/Madam,

Pursuant to the provisions of Regulation 51 and any other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") and Regulation 15 of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and any other applicable law, we wish to inform you that the Company has decided to exercise call option for early redemption of 8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable Non-Convertible Debentures (“NCDs”) on private placement basis of having original face value Rs. 1,00,000/- each aggregating to Rs. 250 Crores (“NCDs”) issued by the Company as per terms and conditions stated in the issue documents including Debenture Trust Deed executed between the Company and its Debenture Trustee (“DTD”), Information Memorandum / General Information Document dated September 4, 2023 (“GID”).

A notice to this effect has been issued to Debenture Holder and Debenture Trustee today i.e. February 5, 2026. A copy of the said notice is enclosed herewith as **“Annexure A”**.

Further pursuant to Regulation 60(2) of the Listing Regulations, we hereby inform you that the Company has fixed the Record Date for the purpose of redemption of the said NCDs pursuant to the exercise of the Call Option. The details of the Record

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Date pursuant to SEBI Master Circular SEBI/HO/DDHS/DDHS-PoD/P/CIR/2025/0000000137 dated October 15, 2025, are as follows:

Sl. No	Particulars	Details
1.	Name of the Issuer	Varroc Engineering Limited
2.	Security	8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable Non-Convertible Debentures ("NCDs")
3.	ISIN	INE665L07040
4.	Record Date	Friday, February 13, 2026
5.	Interest/ Redemption	Interest & Redemption
6.	Date of Payment of Interest/ Redemption	On or before March 07, 2026

The aforesaid intimation is also being available on the website of the Company at www.varroc.com.

Request you to kindly take the same on records.

For Varroc Engineering Limited

Anil Ghatiya
Company Secretary & Compliance Officer
Encl: A/a

Varroc Engineering Limited

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Notice of Exercise of Call Option

To,

The Debenture Trustee

901, 9th floor, Tower B, Peninsula
Business Park Tower, Senapati Bapat
Marg, Lower Parel (W), Mumbai,
Maharashtra - 400013

The Debenture Holder

ICICI Prudential Credit Risk Fund
One BKC, A Wing, 13th Floor, Bandra
Kurla Complex, Mumbai, Maharashtra -
400051

Sub: Notice of Exercise of Call Option in respect of 8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable Non-Convertible Debentures ("NCDs")

Ref.: ISIN: INE665L07040, Scrip Code: 975062

Dear Sir/Madam,

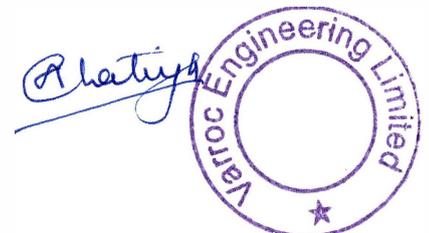
We refer to the Debenture Trust Deed dated September 1, 2023 ("DTD") & General Information Document dated September 4, 2023 ("GID"), which expression shall include all amendments, modifications, and re-enactments thereof from time to time, executed between Varroc Engineering Limited ("the Company") and Catalyst Trusteeship Limited (as the "Debenture Trustee"), in relation to the 8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable, Transferable Non-Convertible Debentures ("NCDs") bearing a face value of Rs.1,00,000/- (Rupees One Lakh) each and aggregating to Rs. 250 Crores ("NCDs") allotted on September 7, 2023, and bearing ISIN INE665L07040 and listed on BSE with Scrip Code 975062.

As per the terms of DTD & GID, the Company has a right to exercise its Call Option to early redeem the Debentures (in full), by paying the amounts including interest due and payable thereon on the Call Option Exercise Date i.e., March 7, 2026 (upon the expiry of 30 months from the deemed date of allotment), by providing the Debenture Trustee and the Debenture Holder with this Call Option Notice.

In view of the completion of the aforesaid period of 30 months from the deemed date of allotment and considering the Company's financial position, cash flows and overall capital structure, the Company intends exercising the Call Option for early redemption of the Debentures, in full or such manner as may be permitted under the issue documents/GID/DTD and applicable laws. The Company hereby exercises the Call Option through this Call Option Notice for the full redemption of the NCDs. Accordingly, the Call Option Exercise Date shall be March 7, 2026, on which date the NCDs shall be fully redeemed by payment of the outstanding principal amount together with interest accrued thereon, in full, to the eligible Debenture Holder(s) as on the scheduled Record Date as mentioned below.

The details of the said NCDs are as under:

Nature of the Instrument:	8.6% 25,000 Rated, Listed, Senior, Secured, Redeemable, Taxable,
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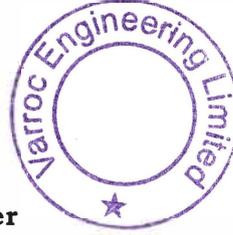
	Transferable Debentures ("NCDs")	Non-Convertible
ISIN:	INE665L07040	
Issue Size:	Rs. 250 Crores	
Face Value Per NCD:	Rs. 1,00,000/-	
Issue Date/Date Allotment/Deemed Date Allotment	September 7, 2023	
Call Option Exercise Date:	March 7, 2026	
Record Date:	Friday, February 13, 2026	
Outstanding Principal Amount for Redemption:	Rs. 171.88 Crores	

The Company shall extinguish the said Debentures fully after the payment of redemption amount. No claim shall arise against the Company after the redemption amounts are paid in terms of the said DTD. Upon submission of the payment confirmation by the Company to the Debenture Trustee on the Call Option Exercise Date, the Debenture Trustee shall initiate charge satisfaction and any other formalities as may be required, in relation to the said NCDs.

Capitalized terms not defined herein shall have the meaning ascribed to them under the DTD & GID.

For Varroc Engineering Limited

Anil Ghatiya
Company Secretary & Compliance Officer



Date: February 5, 2026

Place: Pune