

Feb 16th, 2026

To
National Stock Exchange of India Limited
Exchange Plaza, Plot C-1, Block- G
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

Sub: : Outcome of Board Meeting held on Monday, Feb 16, 2026, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Ref: Reg 29 r/w Reg 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

NSE Scrip: VILINBIO

Dear Sir / Madam,

In continuation to our letter dated 09th and 12th Feb 2026 and pursuant to Regulation 30 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/PoD/CIR/P/0155 dated November 11, 2024 (“SEBI Circular”), we would like to inform you that the Board of Directors (“Board”) of Vilin Bio Med limited (“Company” or “Vilin”) at its meeting held today, i.e., on Monday, February 16, 2026 has inter-alia considered and approved the following:

- a) a scheme of amalgamation (“Scheme”) between the Company and Chemgenix Laboratories Private Limited (hereafter referred as “CLPL”) and their respective shareholders and creditors under Section 230 to 232 of the Companies Act, 2013 and the rules framed thereunder read with relevant circulars and regulations of SEBI, and other applicable laws, for amalgamation of CLPL into the Company by way of merger (by absorption) as a going concern (“Merger”), in consideration for the issuance and allotment of the equity shares of the Company to the shareholders of CLPL in accordance with the share exchange ratio as stipulated in the Scheme. The Scheme is subject to necessary approvals from the shareholders and creditors of CLPL and the Company and jurisdictional bench of the National Company Law Tribunal and such other statutory and regulatory approvals as maybe required;
- b) The disclosure as required pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular is attached as per **Annexure I**.

The Board Meeting commenced at 05.30 PM and Concluded at 10.10 PM.

Kindly take the above information on record.

For Vilin Bio Med Limited

Madhusudhan Yadamakanti Reddy
Managing Director
DIN: 02874260

Scheme of Amalgamation

S.No	Particulars	Detail
1	Name of the entity (ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	Please refer to Annexure IA
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, done at arm's length
3	Area of business of the entity (ies)	VILIN manufacturing high-quality pharmaceutical formulations CLPL pharmaceutical company specializing in the research, development, and manufacturing of high-quality Active Pharmaceutical Ingredients (APIs) and specialty chemicals
4	Rationale for amalgamation/ merger	The amalgamation will have multiple benefits including: (i) Scale and financial resilience (ii) Diversification and potential for growth (iii) Multiple synergies including revenue synergies, supply chain synergies, and lower cost overheads
5	in case of cash consideration-amount or otherwise share exchange ratio	1 (One) equity share of VILIN of INR 10 each fully paid up for every 1 (One) equity share of CLPL of INR 10 each fully paid up
6	brief details of change in shareholding pattern (if any) of listed entity	Please refer to Annexure IB

Annexure IA
Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.

Transferor Company

(Rs In Lakhs)

Name of the entity	Net worth as on 31.12.2025	Turnover as on 31.12.2025
Chemgenix Laboratories Private Limited	1352.32	3243.60

Transferee Company

(Rs In Lakhs)

Name of the entity	Net worth as on 31.12.2025	Turnover as on 31.12.2025
Vilin Bio Med limited	2375.82	2105.50

Brief details of change in shareholding pattern of listed entity

S.No	Category	Pre-Amalgamation (As on the latest BENPOS date i.e. Friday, Feb 13, 2026)		No of Equity Shares proposed to be Allotted Considering Preferential Issue in Process	No of Equity Shares proposed to be Allotted Through Scheme	Post Amalgamation (Proposed)	
		No. of shares held	% of shareholding			No. of shares held	% of shareholding
A	Promoter	88,79,491	63.65	---	96,90,000	1,85,69,491	74.45
B	Non Promoter	50,70,509	36.35	13,00,000	---	63,70,509	25.55
	Total	1,39,50,000	100	13,00,000	96,90,000	2,49,40,000	100.00