



Ref. **VTXL:SCY:APR:2026-27**

Dated: **23-April-2026**

BSE Limited, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code: 502986	The National Stock Exchange of India Ltd, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI-400 051 Scrip Code: VTL
--	---

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 –

Approval & Execution of Share Subscription and Shareholders' Agreement and Captive Power Purchase Agreement for acquisition of 31.2% stake in Renew Green (MPR Four) Private Limited.

Dear Sir,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Committee of Directors (Renewable Energy) in its meeting held today, i.e. 23rd April, 2026, has approved the Share Subscription and Shareholders' Agreement' to be entered by the Company with Renew Green Energy Solutions Private Limited (Promoter) & Renew Green (MPR Four) Private Limited (Power Producer) along with a 'Captive Power Purchase Agreement' with Renew Green (MPR Four) Private Limited (Power Producer) (collectively referred to as Agreements). These Agreements have been executed by the Parties today itself, i.e. 23rd April, 2026.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 are given in Annexure "A" and "B".

The meeting commenced at 3:00 p.m. and concluded at 3:45 p.m.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For VARDHMAN TEXTILES LIMITED

(SANJAY GUPTA)
Company Secretary



Annexure – A

S. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered;	<p>Captive Power Purchase Agreement is entered into between Vardhman Textiles Limited (Captive User) and ReNew Green (MPR Four) Private Limited (Power Producer)</p> <p>And</p> <p>Share Subscription and Shareholders' Agreement is entered into between Renew Green Energy Solutions Pvt. Ltd. (Promoter), Vardhman Textiles Limited (Captive User) and ReNew Green (MPR Four) Private Limited (Power Producer)</p>
2.	Purpose of entering into the agreement;	The purpose of entering into the Agreements is to set-up a 19 MW AC (comprising 26.4 MW wind capacity and 15 MW solar capacity) Wind Solar Hybrid Power Plant at District Ratlam, Madhya Pradesh ("Project") wherein the power generated will be supplied exclusively to Vardhman Textiles Limited under the Captive Rules. The Plant will be operated by ReNew Green (MPR Four) Private Limited (Power Producer).
3.	Shareholding, if any, in the entity with whom the agreement is executed;	The proposed shareholding pattern of ReNew Green (MPR Four) Private Limited shall be as under:- <ul style="list-style-type: none">• Vardhman Textiles Limited:- 31.20%• Renew Green Energy Solutions Pvt. Ltd.:-68.80%
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Power Producer shall have rights to establish and operate the said Plant. Vardhman Textiles Limited shall have rights over Reserved Matters. Both the parties i.e. Vardhman Textiles Limited and Renew Green Energy Solutions Pvt. Ltd. shall have voting rights in ReNew Green (MPR Four) Private Limited, proportionate to their shareholding
5.	Whether, the said parties are related to promoter/promoter	No



	group/ group companies in any manner. If yes, nature of relationship;	
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Capital of ReNew Green (MPR Four) Private Limited will be Rs. 77.86 Crore (approx). i. Contribution of Vardhman Textiles Limited will be Rs. 24.29 Crore (31.2% stake) and ii. Contribution of Renew Green Energy Solutions Pvt. Ltd. will be Rs. 53.57 Crore (68.8% stake)
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	Vardhman Textiles Limited will not appoint any director on the Board of the Power Producer. No Potential Conflict of Interest shall arise out of these Agreements.



Annexure – B

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	ReNew Green (MPR Four) Private Limited is a Special Purpose Vehicle created under captive scheme and incorporated under the Companies Act, 2013. ReNew Green (MPR Four) Private Limited has not started commercial production.
2.	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”	Proposed acquisition doesn't fall within the purview of related party transactions and promoters/ promoter group/ group companies do not have any interest in ReNew Green (MPR Four) Private Limited.
3.	Industry to which the entity being acquired belongs:	Developing and operating renewable energy projects.
4.	Objects and effects 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);	In order to comply with the regulatory requirement for captive power consumption under India Electricity laws, Vardhman Textiles Limited will acquire 31.2% stake in ReNew Green (MPR Four) Private Limited.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	No
6.	Indicative time period for completion of the acquisition;	Vardhman Textiles Limited will make the aforesaid Equity Contribution of 31.2% in three tranches depending upon completion of different stages of the Project.
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration
8.	Cost of acquisition or the price at which the shares are acquired;	Rs. 24.29 Crore for acquisition of 31.2% stake in ReNew Green (MPR Four) Private Limited.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	31.2% of the Paid-up equity share capital of ReNew Green (MPR Four) Private Limited.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of	ReNew Green (MPR Four) Private Limited is a Special Purpose Vehicle created under captive scheme and was incorporated under the



Vardhman

Delivering Excellence. Since 1965.

VARDHMAN TEXTILES LIMITED

CHANDIGARH ROAD
LUDHIANA-141010, PUNJAB
T: +91-161-2228943-48
F: +91-161-2601 048
E: secretarial.lud@vardhman.com

	incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Companies Act, 2013 on 21.06.2022. ReNew Green (MPR Four) Private Limited is engaged in the business of developing and operating renewable energy projects. ReNew Green (MPR Four) Private Limited has yet to commence commercial activities.
--	--	--

YARNS | FABRICS | GARMENTS | THREADS | FIBRES | STEELS

CIN: L17111PB1973PLC003345
WWW.VARDHMAN.COM