



25.03.2026

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| 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Allotment of 75,00,000 shares on conversion of 75,00,000 warrants

Dear Sir/ Madam,

This is in furtherance to the intimation given by the company on 27.03.2025 w.r.t allotment of 7,24,50,000 convertible warrants on preferential basis to an entity falling under "Promoter Group" in terms of Section 2(1)(pp) of SEBI (ICDR) Regulations, 2018, at a price of Rs. 12.55 per warrant (convertible into equal number of equity shares of Re.1 each) after receipt of subscription amount being 25% of the issue price from the allottee.

Pursuant to Regulation 30 and other applicable regulations of SEBI (LODR) Regulations, 2015, we hereby inform you that the board of directors of the company at its meeting held today i.e., **Wednesday, 25th March, 2026** have considered and approved the **allotment of 75,00,000 Equity shares of the face value of Re.1/-each** as fully paid-up shares at a price of Rs.12.55 per equity share (including premium of Rs. 11.55 per share), consequent upon the conversion of 75,00,000 Warrants issued on preferential basis, upon receipt of an amount aggregating to Rs.7,05,93,750/- (Rupees Seven Crores Five Lakh Ninety Three Thousand Seven Hundred Fifty only) being 75% of the issue price per warrant from the allottees pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of SEBI (ICDR) Regulations, 2018 and list of allottees along with details of warrants pending for conversion is enclosed as **Annexure-1**.

Pursuant to present conversion, Paid-up Equity Share Capital of the Company stands increased to Rs.47,98,94,004/- consisting of 47,98,94,004 fully paid-up Equity Shares of Re. 1/-each.

The new equity shares so allotted, shall rank pari passu with the existing equity shares of the Company.

Data required under Regulation 30 of SEBI Listing Regulations read with SEBI circular dated July 13, 2023 is provided in **Annexure-2**.

The meeting of Board of Directors commenced at 5.30 PM and concluded at 6.15 PM.

Kindly take the same in on your record.

Thanking you,

For Vardhman Polytex Limited

Ajay K. Ratra
Company Secretary

Encl: Annexure1 & 2



Annexure-1

The names of the allottees of Equity Shares pursuant to conversion of warrants allotted on preferential basis:

Category: Promoter Group as per the provision of Regulation 2(1) (pp) of SEBI (ICDR) Regulations, 2018

| Sr. No. | Name of Allottee | Warrants earlier allotted and pending for conversion | No. of warrants applied for conversion | No. of equity shares allotted | Amount received being 75% of issue price (Rupees) | Warrants pending after conversion |
|---------|-------------------------------|------------------------------------------------------|----------------------------------------|-------------------------------|---------------------------------------------------|-----------------------------------|
| 1 | Oswal Holding Private Limited | 3,60,25,000 | 75,00,000 | 75,00,000 | Rs.7,05,93,750 | 2,85,25,000 |



Annexure-2

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

| Sr. No. | Particulars | Details |
|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Type of securities issued | Equity Shares upon conversion of Warrants |
| 2 | Type of Issuance | Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 & the rules made thereunder and SEBI (ICDR) Regulations, 2018, as amended and other applicable laws. |
| 3 | Total number of securities proposed to be issued or the total amount for which the securities will be issued | Allotment of 75,00,000 Equity shares of the face value of Re.1/-each as fully paid-up shares at a price of Rs.12.55 per equity share (including premium of Rs.11.55 per share), consequent upon the conversion of 75,00,000 Warrants issued upon receipt of an amount aggregating to Rs.7,05,93,750/- (Rupees Seven Crores Five Lakh Ninety Three Thousand Seven Hundred Fifty only) being 75% of issue price per warrant. |
| 4 | Any cancellation or termination of proposal for issuance of securities including reasons thereof. | Not Applicable |
| Additional information in case of Preferential Issue | | |
| 5 | Name of Investors | Oswal Holding Private Limited |
| 6 | Post allotment of securities- Outcome of the subscription Issue price/allotted price (in case of convertibles), Number of investors | Upon this allotment of shares, the post allotment paid-up capital stands at Rs.47,98,94,004/- consisting of 47,98,94,004 equity shares of Re.1 each. Issue Price of Warrant was Rs.12.55 per warrant and warrants were allotted on March 27, 2025 carrying a right to subscribe to 1 Equity Share per warrant on receipt of 25% of the issue price per warrant. Upon exercise of option attached with warrants, 75,00,000 Equity Shares of Re.1 each have been allotted on receipt of balance 75% amount of the issue price per warrant. Number of allottees:1 (One) |



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| 7 | In case of convertibles- intimation on conversion of securities or on lapse of the tenure of the instruments | <p>The tenure of the warrants shall not exceed 18 (eighteen) months from the date of allotment. Each warrant shall carry a right to subscribe 1 (One) Equity Share, which may be exercised in one or more tranches during the period commencing from the date of allotment of warrants until the expiry of 18 (eighteen) months from the date of allotment of the warrants.</p> <p>An amount equivalent to 25% of the Warrant Issue Price was received at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of Warrant(s);</p> <p>In the event that, warrant holder does not exercise the warrants within a period of 18 (Eighteen) months from the date of allotment of such warrants, the unexercised warrants shall lapse and the amount paid by the warrant holders on such Warrants shall stand forfeited by the Company</p> <p>In the case of this allotment, total consideration in respect of 75,00,000 convertible warrants is received and 75,00,000 equity shares are allotted pursuant to exercise of the option attached with the convertible warrants.</p> <p>After the said allotment of shares upon conversion of warrants, 2,85,25,000 warrants are pending for conversion.</p> |
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