



NAGARJUNA AGRI-TECH LIMITED

CIN: L01119TG1987PLC007981

Email ID: nagarjunaagritech2025@gmail.com

Contact No - 0091-40-23357248

Website: www.nagarjunaagritech.com

September 30, 2025

The General Manager
Department of Corporate Services,
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Re: Outcome of Board Meeting held on 30.09.2025 at Shorter Notice.

Ref: Scrip Code: 531832

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations"), we wish to inform you that, the Board of Directors of Nagarjuna Agri-Tech Limited at their meeting held today i.e. 30th September, 2025 at a shorter notice at the Corporate office of the Company situated at Unit No 9/1, 9th Floor, Merlin Acropolis, 1858/1, Rajdanga Main Road, Kolkata — 700107, West Bengal, India wherein the following agendas were considered and approved:

In reference to the earlier Board Meetings held on March 06, 2025, and June 03, 2025, wherein the Board had approved the acquisition of *M/s. Kathleen Confectioners*, a partnership firm, and *M/s. Kathleen Food Private Limited* through the acquisition of 100% shareholding in the said company, and further considering that the matter was approved by the shareholders of the Company in the Annual General Meeting held on September 27, 2025, wherein the Board of Directors were authorized to determine the structure, etc., in respect of the acquisition.

In this regard, the Company shall enter into **Business Acquisition Agreement with *M/s. Kathleen Confectioners*** to acquire the Partnership Firm and **Share Purchase Agreements ("SPAs")**, and other transaction documents / agreements with the existing promoters and shareholders of *M/s. Kathleen Food Private Limited* to acquire 100% of issued and paid-up share capital of the Target Company.

Therefore, in this regard the Board has approved and executed the followings matters:-

1. A **Business Takeover Agreement** with *M/s. Kathleen Confectioners*, to acquire the Partnership Firm.
2. A **Share Purchase Agreement** with *M/s. Kathleen Food Private Limited* to give effect to the said acquisition to acquire 100% of issued and paid-up share capital of the Target Company.

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Registered Office: Office No. 15-113,
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3. Approved the extension of the indicative time period to complete the process of acquisition of both the Partnership Firm and the Company from *on or before September 30, 2025 to on or before December 31, 2025*.

The rest of the terms and conditions relating to the acquisition shall remain unchanged, as approved by the Board in its meetings held on March 06, 2025, and June 03, 2025, and subsequently by the shareholders in the Annual General Meeting held on September 27, 2025.

The additional details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023) with respect to the aforesaid acquisition is enclosed in **Annexure – A**.

Time of commencement of Meeting: 3:00 PM

Conclusion of Meeting: 4:00 PM

This is for your information and record.

Thanking you,

Yours truly,

For **NAGARJUNA AGRI-TECH LIMITED**

Deepika Bhutra
Company Secretary & Compliance Officer

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Annexure-A

Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 relating to the aforesaid acquisition:

Sl. No.	Particulars	Details of Information
a.	Name of the target entity, details in brief such as size, turnover etc.	1. Kathleen Food Private Limited, having an authorized Capital of Rs. 20,00,000 and Paid-up Capital of Rs. 9,05,000 of Rs. 10/- each. Turnover 4,731,700.40 Net profit 1,628,480.07 2. Kathleen Confectioners a Partnership Firm Turnover - 12,09,83,405/- Net loss: Rs.1,23,29,164/-
b.	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".	No
c.	Industry to which the entity being acquired belongs.	Quick Service Restaurant/ Bakery Chain
d.	Objects and impact of acquisition (including but not limited to, disclosure of	Nagarjuna Agri Tech Limited's acquisition of <i>Kathleen Confectionery</i> , a renowned Kolkata-based bakery chain with a 40-year legacy, presents a strategic opportunity to diversify its

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	reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	consumer offerings and expand into the high-growth urban FMCG segment. With a well-established brand presence across 94 stores (20 company-owned and 74 franchises) , Kathleen has a strong retail network and a loyal customer base. Despite recent financial challenges, including revenue fluctuations and operational inefficiencies, its gross margins have significantly improved, indicating strong potential for profitability with enhanced operational discipline. Backed by a team of highly trained professionals with expertise in brand management, retail expansion, and operational excellence, Nagarjuna is well-positioned to revamp Kathleen's business model and scale it efficiently. Additionally, the Quick Service Restaurant (QSR) sector in India is witnessing rapid growth , driven by evolving consumer preferences and increasing demand for convenient, high-quality food options. By modernizing Kathleen's operations, enhancing product innovation, and leveraging digital sales and food delivery partnerships with quick commerce and food delivery apps, this acquisition will provide Nagarjuna with a scalable business model, strengthen its foothold in the food retail industry, and drive long-term profitability.
e.	Brief details of any governmental or regulatory approvals required for the acquisition.	None
f.	Indicative time period for completion of the acquisition.	<i>On or before 31st December, 2025.</i>
g.	Nature of consideration - whether cash consideration or share swap and details of the same.	Bank transfer of consideration
h.	Cost of acquisition or the price at which the shares are acquired.	To invest an amount upto Rs 15 Crores appx. in one or more tranches.
i.	Percentage of shareholding / control acquired and / or number of shares acquired.	100% of the shareholding and control to be acquired.

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j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p>Brief background about the entity acquired in terms of products /line of business acquired:</p> <p>Kathleen Confectioners and Kathleen Food Private Limited. is Quick Service Restaurants business started in 1978 and 1991- accordingly. The Firm & Company made wide range of products i.e. <u>Bakeries</u>, <u>Dessert</u>, Cakes, Pastry Chocolates, butterscotch Swiss roll etc.</p> <p>1. Kathleen Confectioners</p> <p>Date of incorporation: 30-12-1978</p> <p>History of last 3 years turnover:</p> <table border="1" data-bbox="678 849 1414 1094"><thead><tr><th><i>Year</i></th><th><i>Amount in Rs</i></th></tr></thead><tbody><tr><td>2023-24</td><td>12,09,83,405/-</td></tr><tr><td>2022-23</td><td>13,17,15,755/-</td></tr><tr><td>2021-22</td><td>9,87,99,400/-</td></tr></tbody></table> <p>2. Kathleen Food Private Limited</p> <p>Date of incorporation: 14/06/1991</p> <p>History of last 3 years turnover:</p> <table border="1" data-bbox="678 1338 1414 1583"><thead><tr><th><i>Year</i></th><th><i>Amount in Rs</i></th></tr></thead><tbody><tr><td>2023-24</td><td>4,731,700.40</td></tr><tr><td>2022-23</td><td>4,656,098.16</td></tr><tr><td>2021-22</td><td>4,467,303.00</td></tr></tbody></table> <p>Other information: Not applicable</p>	<i>Year</i>	<i>Amount in Rs</i>	2023-24	12,09,83,405/-	2022-23	13,17,15,755/-	2021-22	9,87,99,400/-	<i>Year</i>	<i>Amount in Rs</i>	2023-24	4,731,700.40	2022-23	4,656,098.16	2021-22	4,467,303.00
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