



Bhagiradha Chemicals & Industries Limited.

Unit No.1011A, Level 1, Sky One (Wing A),
Prestige SkyTech, Financial District,
Nanakramguda, Hyderabad - 500032,
Telangana, INDIA.
Tel : +91-40-65440409
Fax: +91-40-23540444
E-Mail: info@bhagirad.com

Ref: BCIL/SE/2025/28

May 13, 2025

To,
The Secretary,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, G Block, Bandra-Kurla,
Complex, Bandra (East), Mumbai – 400 051

Scrip Code: 531719

Symbol: BHAGCHEM

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – Authorization for conversion of loans extended to wholly owned subsidiary into equity shares

With reference to the captioned subject and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at its meeting held today, i.e. May 13, 2025, considered, approved and authorized the conversion of loans extended and outstanding as on date including interest accrued till date up to an approximate amount of Rs. 368 Crores to the wholly owned subsidiary company i.e. Bheema Fine Chemicals Private Limited ('Wholly owned Subsidiary') into equity shares of the Wholly owned Subsidiary.

This strategic decision has been undertaken with the objective of strengthening the capital structure of the Wholly owned Subsidiary, improving its profitability, and supporting its future growth and operational expansion. The conversion will aid in optimizing the debt-equity ratio of the Wholly owned Subsidiary and enhance its financial sustainability.

It is important to note that the proposed conversion relates only to loans already extended in the past and does not involve any fresh infusion of funds by the Company. The transactions shall be carried out in compliance with applicable laws, rules, and regulations.



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Details as required under Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is provided under **Annexure-I**.

The meeting of the Board of Directors commenced at 02:30 pm (IST) and concluded at 05:45 p.m. (IST)

Kindly take the same on record and display on the website of your exchange.

Thanks & Regards,

For Bhagiradha Chemicals and Industries Limited,

Sharanya. M
Company Secretary & Compliance Officer
M. No: ACS-63438



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Annexure – I

Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

S. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc	Bheema Fine Chemicals Private Limited Turnover (as on March 31, 2025): Rs. 17.02 Cr
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”	Yes. Loans extended and outstanding including interest accrued till date to wholly owned subsidiary is being converted into equity shares. The conversion is being done on an arm’s length basis. There is no fresh infusion of funds by the company The Promoter/ Promoter Group doesn’t have any interest in the wholly owned subsidiary except to the extent of their directorship in the company.
c)	Industry to which the entity being acquired belongs	The transaction is not an acquisition. The Wholly owned Subsidiary is in the business of Manufacture and Sale of Agrochemicals and their intermediates
d)	Objects and impact 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)	The object of the conversion is to reduce high interest liability of the wholly owned subsidiary in respect of the loans availed from the Company and to strengthen the balance sheet of the wholly owned subsidiary company Impact of acquisition: Bheema Fine Chemicals Private Limited will continue to be the wholly owned subsidiary of the company.
e)	brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
f)	indicative time period for completion of the acquisition	Not applicable. This is not an acquisition and there is no fresh infusion of funds by the company.



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g)	Consideration -whether cash consideration or share swap or any other form and details of the same	Not applicable. This is not an acquisition and there is no fresh infusion of funds by the company. Loans extended and outstanding as on date including interest accrued till date up to an approximate amount of Rs. 368 Cr are converted into equity shares.
h)	Cost of acquisition and/or the price at which the shares are acquired	Not applicable. This is not an acquisition and there is no fresh infusion of funds. Loans extended and outstanding as on date including interest accrued till date up into an approximate amount of Rs. 368 Cr are converted into equity shares.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	<p>There will be no change in shareholding in percentage terms as a result of conversion of loans including interest accrued into equity shares.</p> <p>The company will continue to hold 100% shareholding in wholly owned subsidiary post-conversion of loans including interest accrued into equity shares.</p>
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>The brief details of Bheema Fine Chemicals Private Limited as follows:</p> <p>Date of Incorporation: 22/07/2020 Country: India Line of Business: Manufacture and Sale of Agrochemicals and their intermediates Turnover: F.Y. 2024-25: Rs. 17.02 Cr F.Y. 2023-24: Rs.0.93 Cr F.Y. 2022-23: Nil</p>

For Bhagiradha Chemicals and Industries Limited,

Sharanya. M
Company Secretary & Compliance Officer
M. No: ACS-63438