



## AGRIBIO SPIRITS

Date: August 14, 2025

To,  
BSE Limited  
Corporate Relationship Department  
P J Towers, 1<sup>st</sup> Floor,  
Dalal Street, Fort,  
Mumbai-400 001

Scrip Code: 539546

Sub: Application seeking approval under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Scheme of Merger by Absorption of Agribiotech Industries Limited (ABIL or Transferor Company) with Agribio Spirits Limited (ASL or Transferee Company) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Scheme")

Ref: Your email dated August 07, 2025 w.r.t Application No. 221148 submitted on January 21, 2025

Dear Sir / Madam,

We refer to the queries received from SEBI regarding our application seeking approval under Regulation 37 of SEBI (LODR) Regulation 2015, in relation to the Scheme of Merger by Absorption of Agribiotech Industries Limited with Agribio Spirits Limited. In response we hereby submit our reply as follows:

1. The reports submitted to SEBI and the stock exchange in respect of the inter-se transfer of shares between the promoter in the FY 2021-22 and FY 2022-23.

We wish to state that the reports in respect of the inter-se transfer of shares between the promoters for the financial years 2021-22 and 2022-23 have been duly submitted to SEBI and the Stock Exchange in compliance with the applicable provisions of the SEBI (SAST), 2011 and other relevant regulations.

1. Regarding change in shareholding of the promoter / promoter group during the FY 2021-22, we wish to submit that the same was mainly on account of inter-se transfers amongst the members of the promoter group. The same is tabulated as under:

Name	Opening Balance		Inter-se Transfer		Market Purchase/Sell		Closing Balance		Remarks
	Shares	%	Shares	%	Shares	%	Shares	%	
Sree Gopal	2,94,442	3.83	-	-	18,462	0.24	2,31,687	3.015	





## AGRIBIO SPIRITS

Bajoria					(81,217)	(1.06)			
Puja Bajoria	3,09,770	4.03	-	-	1,38,222	1.79	4,47,992	5.83	Annexure-1
Ashutosh Bajoria	6,11,722	5.00	3,84,004	5.00	108637 (443)	1.41 0	11,03,920	14.37	Annexure 2
Avinash Bajoria	5,83,079	7.59	(3,84,004)	(5.00)	-	-	1,99,075	2.59	Annexure 3

Notes :-

- Late Sree Gopal Bajoria has sold shares and acquired shares of the company during the year 2021-22 on various dates. The details of which are enclosed as Annexure 1
- Puja Bajoria had acquired shares of the company during the year 2021-22 on various dates. The details of which are enclosed as Annexure 2
- Ashutosha Bajoria had acquired shares of the company during the year 2021-22 on various dates.
- Avinash Bajoria had interse transfer shares to Avinash Bajoria 30.03.2022. The said interse promoter transfer was exactly 5 % of the then total voting capital of company.

Since the inter se promoter transfer of shares was exactly 5% of the then total voting capital of the company, the Transferor / Transferee made reporting in compliance with Regulation 29(2) of the SEBI SAST Regulations. As such, no reporting under Regulations 10(5), 10(6) and 10(7) were made by the Transferor / Transferee. However, in case Reports under Regulation 10(5) to 10(7) is deemed necessary, the promoters can comply with the same now, albeit with delay.

The details of the inter-se transfer are enclosed as Annexure 3 and Annexure 4

- Regarding the change in shareholding of the promoter group during the FY 2022-23, we submit as under:

Name	Opening Balance		Inter-se Transfer		Market Purchase/Sell		Closing Balance		Remarks
	Shares	%	Shares	%	Shares	%	Shares	%	
Ashutosh Bajoria	11,03,920	14.37	2,31,687	3.0151	9,286	0.1208	13,44,893	17.50	Transmission due to death of Mr. Sree Gopal Bajoria as per Annexure-4





## AGRIBIO SPIRITS

Sree Gopal Bajoria	2,31,687	3.015	(2,31,687)	(3.015)			-	-	Transmission Annexure-4
Puja Bajoria	4,47,992	5.83	10,58,475	13.775			15,06,467	19.60	Inter-se transfer as per Annexure-5
Avinash Bajoria	1,99,075	2.59	(1,99,075)	(2.59)			-	-	Inter-se transfer as per Annexure-5
Preetanjali Bajoria	1,50,000	1.95	(1,50,000)	(1.95)			-	-	Inter-se transfer as per Annexure-5
Rajasthan Cylinders & Containers Ltd	7,09,400	9.23	(7,09,400)	(9.23)			-	-	Inter-se transfer as per Annexure-5
Rigmadirappa Investment P Ltd	16,55,000	21.54	11,42,350	14.87	(9,14,143)	(11.89)	18,83,207	36.40	As per Annexure -6 & 7
Cairo Niryat Pvt Ltd	7,56,350	9.84	(7,56,350)	(9.84)			-	-	Due to merger as per annexure- 6 & 7
Rameshwar Properties P Ltd	2,92,000	3.80	(2,92,000)	(3.80)			-	-	Due to merger as per annexure-6 & 7
Swayambhu Construction P Ltd	94,000	1.22	(94,000)	(1.22)			-	-	Due to merger as per annexure-6 & 7

### Notes:-

- On account of sad demise of Sree Gopal Bajoria, 2,31,687 Equity shares of late Sree Gopal Bajoria had been transmitted to Ashutosh Bajoria. - Annexure 4
- The shareholding of Avinash Bajoria (1,99,075 Equity shares), Preetanjali Bajoria (1,50,000 Equity shares) and Rajasthan Cylinders & Containers Limited (7,09,400 Equity shares) had been transferred by way of inter se transfer of Promoters to Puja Bajoria (10,58,475 Equity shares)

The necessary disclosure under Regulation 10(5), Regulation 10(6) and Regulation 10(7) of SEBI(SAST) Regulations 2011 have been filed. Copies of the same are enclosed as Annexure 5.





## AGRIBIO SPIRITS

- c) Cairo Niryat Pvt Ltd and Rameshwar Properties Private Limited and Swayambhu Constructions Private Limited have been amalgamated with Rigmadarippa Investment Private Limited pursuant to Section 230 -232 of the companies Act, 2013 as per NCLT Order dated 04.04.2022.

Accordingly, the shareholdings of Cairo Niryat Pvt Ltd (7,56,350 Equity Shares) and Rameshwar Properties Private Limited (2,92,000 Equity Shares) and Swayambhu Constructions Private Limited (94,000 Equity shares) have been transferred to Rigmadarippa Investment Private Limited (11,42,350 Equity shares). The said transfer of Equity shares is by virtue of operations of Law and as per NCLT Order is exempt under Regulation 10 of SEBI(SAST) Regulations, 2011.

The copy of NCLT Order and other documents are enclosed as Annexure 7

### II. Update on the NOC from the lenders

With reference to our letter dated July 28, 2025, wherein we had informed you about the ongoing process of obtaining the No Objection Certificate (NOC) from our lenders, we wish to reiterate that the matter is still under consideration with the lead bank, Punjab National Bank (PNB), under the consortium arrangement with Union Bank of India and Central Bank of India.

We have requested additional time for obtaining the requisite approvals from all consortium members and expect to receive the final NOC on or before September 30, 2025. We remain committed to updating you on any further developments in this regard.

We trust the above clarifies the relevant changes in promoter group shareholding across the mentioned financial years.

Should you require any further information or clarification, please feel free to connect with us.

For Agribio Spirits Limited

  
Ratan Singh  
Managing Director  
DIN: 06818520

