

RKL/SX/2025-26/63

October 29, 2025

BSE Ltd.
Phiroze Jeejeeboy Towers
Dalal Street
Mumbai – 400001
Scrip Code: 532497

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot no. C/1,
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051
Scrip code: RADICO

Subject: Intimation of the Outcome of Board Meeting - Scheme of Amalgamation between Radico Khaitan Limited (Transferee Company), Radico Spiritzs India Private Limited, Equibuild Realtors Private Limited, Compaqt Era Builders Private Limited, Accomreal Builders Private Limited, Firstcode Reality Private Limited, Destihomz Buildwell Private Limited, Proprent Era Estates Private Limited, and Binayah Builders Private Limited (Transferee Companies) and their respective shareholders and creditors.

Ref: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Sections 230 to 232 of the Companies Act, 2013 (“Act”) and other applicable provisions of the Act

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Listing Regulations, we wish inform you that the Board of Directors of the Company in its meeting held on October 29, 2025, which commenced at 01:00 p.m. and concluded at 02:25 p.m. has considered and approved a Scheme of Amalgamation between Radico Khaitan Limited (the “**Transferee Company**”), and its wholly owned subsidiary and wholly owned step down subsidiaries namely - Radico Spiritzs India Private Limited, Equibuild Realtors Private Limited, Compaqt Era Builders Private Limited, Accomreal Builders Private Limited, Firstcode Reality Private Limited, Destihomz Buildwell Private Limited, Proprent Era Estates Private Limited and Binayah Builders Private Limited (each, a “**Transferor Company**” and collectively, the “**Transferor Companies**”) and their respective shareholders and creditors, in terms of the provisions of Sections 230–232 and other applicable provisions, if any, of the Act.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed herewith as **Annexure-A**.

The aforesaid intimation is also being disseminated on the website of the Company at <http://www.radicokhaitan.com/investor-relations/>

This is for your information and records.

Thanking You,

Yours Sincerely

For **Radico Khaitan Limited**

Dinesh Kumar Gupta
Senior Vice President - Legal & Company Secretary
Email Id: investor@radico.co.in

RADICO KHAITAN LIMITED
Corporate Office: Plot No. J-1, Block B-1, Mohan Co-op. Industrial area
Mathura Road, New Delhi-110044
Ph: (91-11) 4097 5444/555
Registered Office: Rampur Distillery, Bareilly Road, Rampur-244901 (UP.)
Phones: 0595-2350601/2, 0595-2350009
E-mail: info@radico.co.in, website: www.radicokhaitan.com
CIN No.: L26941UP1983PLC027278

Details as per SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are as follows:

S. No.	Particulars	Details																												
1	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p>Name of the Entities: Radico Khaitan Limited (“Transferee Company”), and its wholly owned subsidiary and wholly owned step down subsidiaries namely - Radico Spiritz India Private Limited, Equibuild Realtors Private Limited, Compaqt Era Builders Private Limited, Accomreal Builders Private Limited, Firstcode Reality Private Limited, Destihomz Buildwell Private Limited, Proprent Era Estates Private Limited, and Binayah Builders Private Limited (individually, a “Transferor Company” and collectively, the “Transferor Companies”).</p> <p>The Transferor Company, Radico Spiritz India Private Limited is a wholly owned Subsidiary of the Transferee Company. The Transferor Companies other than Radico Spiritz India Private Limited are wholly owned subsidiaries of Radico Spiritz India Private Limited and are all individually an indirect / step-down subsidiary of the Transferee Company.</p> <p>The Turnover, Net Worth and Net Profit of the Companies as on June 30, 2025 are as under:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Company</th> <th style="text-align: center;">Turnover</th> <th style="text-align: center;">Net Profit</th> <th style="text-align: center;">Net Worth</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Radico Khaitan Limited</td> <td style="text-align: center;">5,31,351,97,000</td> <td style="text-align: center;">1,32,21,62,000</td> <td style="text-align: center;">28,26,16,21,000</td> </tr> <tr> <td style="text-align: center;">Radico Spiritz India Private Limited</td> <td style="text-align: center;">-</td> <td style="text-align: center;">32,000</td> <td style="text-align: center;">(6,14,000)</td> </tr> <tr> <td style="text-align: center;">Equibuild Realtors Private Limited</td> <td style="text-align: center;">-</td> <td style="text-align: center;">15,000</td> <td style="text-align: center;">3,93,000</td> </tr> <tr> <td style="text-align: center;">Compaqt Era Builders Private Limited</td> <td style="text-align: center;">-</td> <td style="text-align: center;">16,000</td> <td style="text-align: center;">2,60,000</td> </tr> <tr> <td style="text-align: center;">Accomreal Builders Private Limited</td> <td style="text-align: center;">-</td> <td style="text-align: center;">2,000</td> <td style="text-align: center;">71,000</td> </tr> <tr> <td style="text-align: center;">Firstcode Reality Private Limited</td> <td style="text-align: center;">-</td> <td style="text-align: center;">16,000</td> <td style="text-align: center;">2,23,000</td> </tr> </tbody> </table>	Company	Turnover	Net Profit	Net Worth	Radico Khaitan Limited	5,31,351,97,000	1,32,21,62,000	28,26,16,21,000	Radico Spiritz India Private Limited	-	32,000	(6,14,000)	Equibuild Realtors Private Limited	-	15,000	3,93,000	Compaqt Era Builders Private Limited	-	16,000	2,60,000	Accomreal Builders Private Limited	-	2,000	71,000	Firstcode Reality Private Limited	-	16,000	2,23,000
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RADICO KHAITAN LIMITED

Corporate Office: Plot No. J-1, Block B-1, Mohan Co-op. Industrial area
Mathura Road, New Delhi-110044

Ph: (91-11) 4097 5444/555

Registered Office: Rampur Distillery, Bareilly Road, Rampur-244901 (UP.)

Phones: 0595-2350601/2, 0595-2350009

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		Destihomz Buildwell Private Limited	-	14,000	2,53,000
		Proprent Era Estates Private Limited	-	17,000	2,56,000
		Binayah Builders Private Limited	-	18,000	2,59,000
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	<p>The scheme involves amalgamation of Direct or Step-down Wholly Owned Subsidiary Companies with the Holding Company. Therefore, it is exempted as per Regulation 23(5)(b) of the Listing Regulations.</p> <p>Furthermore, in accordance with the General Circular No. 30/2014 dated July 17, 2014, issued by Ministry of Corporate Affairs, transactions resulting from Compromises, Arrangements and Amalgamations under the Act, are not subject to the requirements of related party transactions as specified under section 188 of the Act.</p>			
3	Area of business of the entity(ies).	<p>The Transferee Company is engaged in the business of manufacturing and trading of alcoholic products such as Indian Made Foreign Liquor (IMFL) and Country Liquor.</p> <p>The Transferor Companies provide ancillary services, invest into land parcels and assist Transferee Company in furtherance of its business operations.</p>			
4	Rationale for amalgamation/ merger.	<p>The amalgamation of the Transferor Companies with and into the Transferee Company contemplated in the scheme of amalgamation will ensure optimized legal structure and will also reduce the number of legal entities within the group so as to achieve significant cost savings and other administrative benefits, few of which are stated hereunder:</p> <p>(a) The Transferee Company and the Transferor Companies are companies within the same group. A consolidation of the companies by way of amalgamation would therefore lead to more efficient utilization of capital and achieving overall business synergies for continued operations of the Transferee Company and help achieve a streamlined structure.</p>			

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		<p>(b) Significant reduction in the multiplicity of legal and regulatory compliances required at present to be carried out by the Transferor Companies and Transferee Company.</p> <p>(c) Elimination of administrative functions and multiple record-keeping, thus resulting in reduced expenditure and also achieving economies of scale.</p> <p>(d) It shall provide an opportunity to leverage combined assets and build stronger sustainable business. Specifically, the arrangement will enable optimal utilization of existing resources and provide an opportunity to fully leverage assets, capacities, experience and infrastructure of all the Transferor Companies and Transferee Company.</p> <p>(e) Reducing managerial overlaps involved in operating multiple entities, enable cost savings and effective utilisation of valuable resources which will enhance management focus thereby leading to increase in operational and management efficiency, integrate business functions, eliminate duplication and rationalization of administrative.</p> <p>(f) Better value creation for the shareholders of the Company and improved competitive position of the combined entity in the market</p> <p>The Board of Directors of the Transferor Companies and the Transferee Company are of the opinion that the Scheme is not prejudicial to the Shareholders, Directors, Key Management Personnel, Creditors, Lenders, Employees and other Stakeholders of the Companies.</p>
5	In case of cash consideration – amount or otherwise share exchange ratio.	There will be no cash or share consideration involved in this process. Since, the Transferor Companies are direct or step-down wholly owned subsidiaries of the Transferee Company, accordingly, upon the Scheme becoming effective, all the equity shares as held by the Transferee Company in the Transferor Companies either by itself or through its wholly owned subsidiary or through its nominee(s) shall stand cancelled and extinguished.
6	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in shareholding pattern of the Transferee Company pursuant to the Scheme.

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