



THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

Date: 25th April, 2026

To
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
Scrip Symbol: PKTEA

Dear Sir/Madam,

Subject: Change of Shareholding of the Company pursuant to the Scheme of Amalgamation between Promoter Group Companies

Ref: Regulation 30 read with Schedule III and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations)

This is to inform that Placid Limited, a Promoter Group Company holds 12,20,606 equity shares of the Company representing 39.43% of the paid equity share capital of the Company and Maharaja Shree Umaid Mills Limited, another Promoter Group Company holds 1,21,275 equity shares of the Company representing 3.92% of the paid equity share capital of the Company.

Further, pursuant to a Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") vide its order dated 16th March 2026, Placid Limited ("Transferor Company") along with other group companies has been amalgamated with Maharaja Shree Umaid Mills Limited ("Transferee Company/MSUM") with effect from 25th April, 2026 being the Effective Date on which e-Form INC-28 has been filed with the Registrar of Companies at the MCA portal by both transferor companies and transferee company

Consequent upon the Scheme becoming effective:

- I. Placid Limited, the Transferor Company, stands dissolved without winding up and ceases to exist with effect from the effective date i.e 25th April, 2026.
- II. Pursuant to the said Scheme of Amalgamation, the equity shareholding held by Placid Limited in the Company shall be transferred to Maharaja Shree Umaid Mills Limited. Accordingly, post-acquisition, the shareholding of Maharaja Shree Umaid Mills Limited in the Company shall increase to 13,41,881 equity shares of the Company representing 43.34 % of the paid equity share capital of the Company.
- III. Also, pursuant to the said Scheme of Amalgamation, Kiran Vyapar Limited, another Promoter Group company which holds 4,70,224 equity shares, representing 15.19% of the paid-up equity share capital of the Company, has become a subsidiary of Maharaja Shree Umaid Mills Limited. As

LN BANGUR GROUP OF COMPANIES

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CORPORATE ADDRESS

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a consequence thereof, apart from its direct shareholding in the Company, Maharaja Shree Umaid Mills Limited has also acquired an indirect interest of 8.31% approx. in the paid-up equity share capital of the Company through Kiran Vyapar Limited.

- IV. Accordingly, the aggregate direct and indirect shareholding of Maharaja Shree Umaid Mills Limited in the Company stands at 51.66% approx. in the paid-up equity share capital of the Company, and Maharaja Shree Umaid Mills Limited has consequently become the Holding Company of the Company.

Details as required under Regulation 30 of the LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith as Annexure – A.

We request you to kindly take the same on record.

Thanking you,

For The Peria Karamalai Tea & Produce Co Ltd

Saurav Singhania
Company Secretary
Membership No A27227

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Annexure – A

Sl. No.	Particulars	
1	If the listed entity is a party to the agreement: i. Details of the counterparties (including name and relationship with the listed entity)	No
2	If listed entity is not a party to the agreement: i. Name of the party entering into such an agreement and the relationship with the listed entity ii. Details of the counterparties to the agreement (including name and relationship with the listed entity) iii. Date of entering into the Agreement	<p>i. Placid Limited, (Promoter Group Company/ Transferor Company)</p> <p>ii. Maharaja Shree Umaid Mills Limited (MSUM), (Promoter Group Company/ Transferee Company)</p> <p>iii. Pursuant to a Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") vide its order dated 16th March 2026, Placid Limited ("Transferor Company") along with other group companies has been amalgamated with Maharaja Shree Umaid Mills Limited ("Transferee Company/MSUM") with effect from 25th April 2026 being the Effective Date on which e-Form INC-28 has been filed with the Registrar of Companies at the MCA portal by both transferor companies and transferee company.</p>
3	Purpose of entering into the agreement	The Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") vide its order dated 16 th March 2026 has sanctioned the Scheme of Amalgamation wherein Placid Limited ("Transferor Company") along with other group companies has been amalgamated with Maharaja Shree Umaid Mills Limited ("Transferee Company/MSUM") with effect from 25 th April 2026 being the Effective Date on which e-Form INC-28 has been filed with the Registrar of Companies at the MCA portal.

L N B A N G U R G R O U P O F C O M P A N I E S

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4	Shareholding, if any, in the entity with whom the agreement is executed	Placid Limited holds 39.43% of equity shareholding in the Company and MSUM holds 3.92% of equity shareholding in the Company.
5	Significant terms of the agreement (in brief)	Pursuant to the Scheme of Amalgamation, Placid Limited along with other group companies, shall be amalgamated with MSUM, and accordingly, the equity shareholding of Placid Limited in the Company shall stand transferred to MSUM.
6	Extent and the nature of impact on management or control of the listed entity	<p>Upon the Scheme becoming effective, Maharaja Shree Umaid Mills Limited, Transferee Company shall through its direct and indirect shareholding, become the holding company of the Company.</p> <p>Since, the Hon'ble NCLT approved Scheme of Amalgamation is between the promoter group companies and consequently shareholding of the Company held by one promoter group company shall be transferred to another promoter group company, therefore, there is no change/impact on the management or control of the Company.</p>
7	Details and quantification of the restriction or liability imposed upon the listed entity	No restriction or liability is imposed on the Company.
8	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of Relationship	Yes. Both Placid Limited and MSUM are promoter group companies.
9	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No. The transaction is undertaken between promoter group companies pursuant to a Scheme of Amalgamation, wherein the Company is not a party to the transaction.
10	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not applicable. Pursuant to the said Scheme of Amalgamation, the equity shareholding held by Placid Limited in the Company shall be transferred to Maharaja Shree Umaid Mills Limited. Accordingly, post-acquisition, the shareholding of Maharaja Shree Umaid Mills Limited in the Company shall increase to 13,41,881 equity shares of the Company representing 43.34 % of the paid equity share capital of the Company.

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11	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
12	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement. ii. nature of the agreement. iii. date of execution of the agreement. iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	Not Applicable

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