

April 25, 2025

DCS-CRD <b>BSE Limited</b> First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 Fax No.2272 3121/2037/2039  Stock Code: 543213	Listing Compliance <b>National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, 'G' Block, Bandra- Kurla Complex Bandra East Mumbai 400051 Fax No.2659 8237/8238  Stock Code: ROSSARI
---	---

Dear Sir/Madam,

**Sub: Outcome of Board Meeting held on Friday, April 25, 2025**

**Ref.: Compliance with Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With regards to the captioned matter and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Listing Regulations**”), as amended, this is to inform you that at the meeting of the Board of Directors of the Company which commenced at 04:30 P.M. and concluded at 07:00 P.M. today i.e. Friday, April 25, 2025, the Board of Directors of the Company have Inter alia approved the following:

**1. Audited Financial Results and Statements (Standalone and Consolidated) for the Quarter and Financial Year ended March 31, 2025.**

Audited Financial Results (Standalone and Consolidated) for the Quarter and Financial Year ended March 31, 2025, Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2025 together with Auditor’s Report with unmodified opinion thereon. The Audited Financial Results approved by the Board of Directors together with Statutory Auditor’s Report thereon and a declaration pursuant to Regulation 33(3)(d) of Listing Regulations, are enclosed herewith.

**2. Final Dividend for the Financial Year 2024-25.**

Final Dividend of 25% (i.e. Re. 0.50/- per share) on Equity Shares of the Face Value of Rs. 2/- each for the Financial Year ended March 31, 2025, which shall be paid/dispatched within 10 working days from the conclusion of the 16<sup>th</sup> Annual General Meeting, subject to approval of the Members of the Company. Information regarding Book closure and record date for payment of Final dividend will be intimated separately.

**ROSSARI BIOTECH LIMITED**

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

### 3. Appointment of M/s. Shah Patel & Associates, Practicing Company Secretaries, as Secretarial Auditor

The Board of Directors of the Company approved appointment of M/s. Shah Patel & Associates, Practicing Company Secretaries, Mumbai, as Secretarial Auditor of the Company for Audit period of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-2030, subject to approval of the Members of the Company at the ensuing Annual General Meeting.

The details as required under Listing Regulations read with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure - I**.

### 4. Grant of Options under Rossari Employee Stock Option Plan - 2019.

Pursuant to Regulation 30 of the Listing Regulations and ratification of the Rossari Employee Stock Option Plan - 2019 (**'ESOP 2019'**) by the Members of the Company on April 17, 2021, and as per the recommendation of Nomination and Remuneration Committee of the Company, the Board has approved to grant of 834250 Stock Options under ESOP 2019.

Further, detailed intimation as per Regulation 30 of the Listing Regulations for Grant of Options under ESOP 2019, are enclosed as **Annexure – II**.

### 5. Allotment of Equity Shares under the Rossari Employee Option Plan – 2019

With reference to the in-principle approval received from BSE Limited Letter Ref. No. DCS/FL/MJ/ESOP-IP/1257/2021-22 dated May 25, 2021 and National Stock Exchange of India Limited Letter Ref. No. NSE/LIST/26888 dated May 28, 2021 for issue and allotment of 1500000 Equity Shares of Rs. 2/- each to be issued under Rossari Employee Stock Option Plan - 2019 (**'ESOP 2019'**), the Board of Directors of the Company approved the allotment of 2825 Equity Shares of Rs. 2/- each fully paid to the grantees on exercise of the options granted to them pursuant to ESOP 2019.

The said Equity shares shall rank pari passu, in all respects with the existing equity shares of the Company. Consequent, to the allotment of the aforesaid equity shares, the issued and the paid-up equity share capital of the Company stands increased to Rs. 11,07,33,182 consisting of 55366591 Equity Shares of Rs. 2/- each.

The details as required under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are enclosed as **Annexure – III**.

### 6. Capacity Addition

Pursuant to Regulation 30 (9) read with Para B of Part A of Schedule III of Listing Regulations, the Board at their Meeting held on April 25, 2025, reviewed and discussed the opportunities for growth and expansion. Additionally, approved the capacity expansion.

## ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

The details as required under Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and Circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are enclosed as **Annexure – IV**.

The aforesaid Audited Financial Results and Audited Financial Statements were reviewed by the Audit Committee and subsequently, approved and taken on record by the Board of Directors of the Company at their respective meetings held today i.e. Friday, April 25, 2025.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,

Yours Sincerely,

**For Rossari Biotech Limited**

**Parul  
Gupta** Digitally signed  
by Parul Gupta  
Date: 2025.04.25  
19:53:43 +05'30'



Parul Gupta  
**Head - Company Secretary & Legal**  
Membership No.: A38895

Encl.: as above

## **ROSSARI BIOTECH LIMITED**

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

**Regd. Office:** Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

**Factory :** Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

**Annexure-I**

**Disclosure of information pursuant to Regulation 30 of Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

Sr. No.	Particulars	Disclosure
1.	Reason for change	Appointment of M/s. Shah Patel & Associates, Practicing Company Secretaries, Mumbai, as Secretarial Auditor of the Company for Audit period of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-2030, subject to approval of the Members of the Company at the ensuing Annual General Meeting.
2.	Date of appointment and Term of appointment	Appointed in the Board Meeting held on April 25, 2025, for Audit period of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-2030, subject to approval of the Members of the Company at the ensuing Annual General Meeting.  Term of appointment: 5 (five) year
3.	Brief Profile	M/s. Shah Patel & Associates is a Practicing Company Secretary firm registered with the Institute of Company Secretaries of India (ICSI) and bearing Peer Review Certificate Number: 1062/2021.  M/s. Shah Patel & Associates has immense experience and specialize in dealing with matters relating to rendering professional services in area of Corporate Laws, Secretarial matters, Securities Laws, Corporate Governance matters, Corporate Restructuring, Mergers and Amalgamation, Legal Due Diligence, Corporate Disputes and NCLT Matters, SME Listing and all types of Company Law related compliances.

**ROSSARI BIOTECH LIMITED**

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

**Annexure-II**  
**Detailed intimation as per Regulation 30 of the Listing Regulations**

Sr. No.	Particulars	Details
1.	Brief details of options granted	Grant of 834250 Options to eligible employees.
2.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2014 (if applicable)	Yes, the Rossari Employee Stock Option Plan – 2019 (ESOP 2019) has been formulated and adopted by the Company in terms of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
3.	Total number of shares covered by these options	834250 Equity Shares of the face value Rs. 2/- each (As per terms, each Option will be converted into one Equity Share of the Company).
4.	Pricing Formula/ Exercise Price	As per the ESOP 2019, the exercise price of the Options will be decided by the Board / Nomination & Remuneration Committee (“NRC”).  The exercise price determined is Rs. 699 per Option.
5.	Options Vested/ Vesting Schedule	The Options shall vest as under:  – At the end of 1 <sup>st</sup> year from the grant date - 20% of options granted. – At the end of 2 <sup>nd</sup> year from the grant date - 20% of options granted. – At the end of 3 <sup>rd</sup> year from the grant date - 20% of options granted. – At the end of 4 <sup>th</sup> year from the grant date - 40% of options granted.
6.	Time within which option may be exercised	All vested Options shall be exercisable within 5 years from the date of vesting of the respective Options or such other period as may be determined by the Nomination and Remuneration Committee from time to time.
7.	Options exercised	Not Applicable
8.	Money realized by exercise of Options	Not Applicable
9.	The total number of Shares arising as a result of exercise of Option	834250 Equity Shares of face value Rs. 2/- each will arise deeming all granted options are vested and exercised.
10.	Options lapsed	Not Applicable
11.	Variation in terms of Options	Not Applicable

**ROSSARI BIOTECH LIMITED**

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

Sr. No.	Particulars	Details
12.	Brief details of significant terms	<p>The ESOP 2019 is administered by the Nomination and Remuneration Committee of the Board.</p> <p>The grant of Options by the Nomination and Remuneration Committee is based upon the eligibility criteria as per ESOP 2019.</p> <p>The granted Options, once vested shall entitle the Option holder to acquire equal number of Equity Shares, upon payment of exercise price and applicable taxes in accordance with terms and conditions of the ESOP 2019.</p> <p>The Exercise Price of the Options granted to an Eligible Employee shall be determined by the Nomination and Remuneration Committee, subject to conforming to applicable accounting policies. Provided, however, the Exercise Price shall in no event be less than the face value of the Shares.</p>
13.	Subsequent changes or cancellation or exercise of such Options	Not Applicable
14.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options	Not Applicable

## ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

**Annexure-III**  
**Disclosure pursuant to Regulation 10(c) of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021**

<b>Sr. No.</b>	<b>Particular</b>	<b>Disclosure – Rossari Employee Stock Option Plan – 2019</b>
1.	Company name and address of Registered Office	Rossari Biotech Limited CIN: L24100MH2009PLC194818 Registered Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai – 400079.
2.	Name of the Stock Exchanges on which the Company's shares are listed	1. BSE Limited (BSE) 2. National Stock Exchange of India Limited (NSE)
3.	Filing date of the statement referred in regulation 10(b) of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 with Stock Exchange	Filing date of statement is as follows: 1. BSE Limited: May 20, 2021 2. National Stock Exchange of India Limited: May 25, 2021
4.	Filing No., if any	BSE: 129899 NSE: 26888
5.	Title of the Scheme pursuant to which shares are issued, if any	Rossari Employee Stock Option Plan - 2019
6.	Kind of security to be listed	Equity Shares
7.	Par Value of the shares	Rs. 2/-
8.	Date of Issue of shares	April 25, 2025
9.	Number of shares issued	2825 Shares
10.	Certificate No., if applicable	Not applicable
11.	Distinctive Number of the shares, if applicable	55363767 to 55366591
12.	ISIN of the shares if issued in Demat	INE02A801020
13.	Exercise price per share	Rs. 425/-
14.	Premium per share	Rs. 423/-
15.	Total Issued shares after this issue	55366591 Shares
16.	Total Issued share capital after this issue	Rs. 11,07,33,182
17.	Details of any lock-in on the shares	Not applicable
18.	Date of expiry of lock-in	Not applicable
19.	Whether shares identical in all respects to existing shares, if not, when will they become identical	All equity shares allotted pursuant to exercise of stock options shall rank pari-passu with the existing equity shares of the Company
20.	Details of listing fees, if applicable	Not applicable

**ROSSARI BIOTECH LIMITED**

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com

### Annexure-IV

**Details as required under Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and Circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024**

Sr. No.	Particulars	Details
1.	Existing Capacity	Not Applicable
2.	Existing Capacity Utilization	Not Applicable
3.	Proposed Capacity Addition	13000 MTPA
4.	Period within which the proposed capacity is to be added	Expected to be completed by 4th Quarter of FY 2025-26 (in phased manner)
5.	Investment Required	Rs. 95 Crores
6.	Mode of Financing	Mix of internal accruals and debt
7.	Rationale	This project is intended to accommodate new product lines. It aligns with market demand forecasts and enhances the competitive edge in the domestic and export markets

\*\*\*\*

## ROSSARI BIOTECH LIMITED

(An ISO 9001:2015 & 14001:2015 Certified Company) (CIN: L24100MH2009PLC194818)

Regd. Office: Rossari House, Golden Oak, LBS Marg, Surya Nagar, Opp. Mahindra Showroom, Vikhroli (West), Mumbai - 400079, Maharashtra, India. T: +91-22-6123 3800

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. T: 0260-669 3000

: Plot No. D3/24/3, Opposite Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. T: +91 2641-661621

✉ info@rossari.com

🌐 www.rossari.com