JAY KAILASH NAMKEEN LIMITED
CIN: U15549GJ2021PLC123708

REGISTERED OFFICE: PLOT NO. 6, GROUND FLOOR, VIVEKANAND MAIN ROAD, OPP RMC GARDEN, Rajkot D H College, Gujarat, India, 360001
E-MAIL: cs@jaykailashnamkeen.com | www.jaykailashnamkeen.com
Phone: +91 94262 02099

Date: August 13, 2026

To,

The Manager (Listing Department)
BSE Limited,
1st Floor, New Trading Ring,
P.J. Tower, Dalal Street, Fort,
Mumbai – 400001, Maharashtra, India.

Dear Sir,

Sub: Outcome of the meeting of the Board under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In terms of Regulation 30 of the Listing Regulations, we wish to inform you that, subject to approval of the shareholders of Jay Kailash Namkeen Limited (the "Company") by way of a special resolution, the Board of Directors of the Company, in its meeting held today i.e. on Thursday, August 13, 2026 has, inter-alia, transacted the following business:

a. Approved the issuance of up to 33,74,375 (Thirty-Three Lakhs Seventy-Four Thousand Three Hundred and Seventy-Five Only) equity shares of face value of Rs.10/- (Indian Rupees Ten Only) each at an issue price of Rs. 45.19 (Rupees Forty-Five and Paisa One Nine Only) per equity share (including premium of Rs. 35.19 per equity share), aggregating to Rs. 15,24,88,006 (Rupees Fifteen Crores Twenty-Four Lakhs Eighty-Eight Thousand Six Only), on a preferential basis to Mr. Amar Pramod Talwar (the "Proposed Allottee"), for consideration other than cash, pursuant to a Share Subscription and Share Swap agreement, whereby the Company shall receive 8,000 Equity Shares (Eight Thousand Only) of Vayuveer Solutions Private Limited as a consideration from Mr. Amar Pramod Talwar. The Company shall issue and allot 33,74,375 (Thirty-Three Lakhs Seventy-Four Thousand Three Hundred and Seventy-Five Only) equity shares of face value of Rs.10/- (Indian Rupees Ten Only) of the Company to Mr. Amar Talwar, in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), the provisions of the Companies Act, 2013 and the rules made thereunder, and other applicable laws, each as amended from time to time.

b. Approved the increase in the Authorised Share Capital of the Company from ₹5,00,00,000/- (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of ₹10/- each to ₹10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹10/- each, by creation of additional 50,00,000 (Fifty Lakhs) Equity Shares of ₹10/- each, and consequent alteration of the Capital Clause of the Memorandum of Association of the Company (Ordinary Resolution), pursuant to the approval of the shareholders.

The issue price is determined in accordance with the ICDR Regulations, and it may vary as may be decided and deemed appropriate by SEBI or stock exchange or the Company, at the time of issue or allotment without requiring any further approval and consent form the members.

In terms of the requirements of the Companies Act, 2013 and ICDR Regulations, a valuation report dated August 13, 2026 from Ms. Rachana Agarwal, Registered Valuer having IBBI Registration No. IBBI/RV/06/2022/15128 has been obtained. Based on the valuation report 33,74,375 (Thirty-Three Lakhs Seventy-Four Thousand Three Hundred and Seventy-Five Only) equity share of the Company will be issued for 8,000 (Eight Thousand Only) equity shares of the Vayuveer Solutions Private Limited. This will result in Vayuveer Solutions Private Limited becoming the subsidiary of the Company.

The details, as required to be disclosed under Regulation 30 of Listing Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are also enclosed as **Annexure A**.

The meeting of the Board of Directors commenced at **12:00** PM (IST) and concluded at **12:30** PM (IST).

Kindly take the above information into your records.Yours faithfully,

For, Jay Kailash Namkeen Limited

Neel Pujara

Neel Pujara
Managing Director
DIN: 09221477
Registered Office: Plot No. 6, Ground Floor,
Vivekanand Main Road, Opp RMC Garden,
Rajkot D H College, Rajkot-360001, Gujarat, India.

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Annexure A

Disclosure pursuant to Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

<table>
<tr><th>Sr. No</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Type of securities proposed to be Equity Shares of Rs.10/- each issued</td><td>Equity Shares of Rs.10/- each</td></tr>
<tr><td>2.</td><td>Type of issuance</td><td>Preferential Issue in accordance with Chapter V of the SEBI (ICDR) Regulations and other applicable laws.</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</td><td>Up to 33,74,375 Equity Shares of face value ₹10/- each at an issue price of ₹45.19 per share, aggregating to ₹15,24,88,006 /-</td></tr>
<tr><td>4.</td><td>Name of the Allottee</td><td>Mr. Amar Pramod Talwar</td></tr>
<tr><td>5.</td><td>Number of Allottee</td><td>1(One)</td></tr>
<tr><td>6.</td><td>Post allotment of securities- Outcome of the subscription</td><td>
<table>
<tr><th rowspan="2">Name</th><th colspan="2">Pre-Preferential Issue</th><th colspan="2">Post Preferential Issue*</th></tr>
<tr><th>No. of Equity Shares held</th><th>% held</th><th>No. of Equity Shares held</th><th>% held</th></tr>
<tr><td>Mr. Amar Pramod Talwar</td><td>Nil</td><td>NA</td><td>33,74,375</td><td>40.31%</td></tr>
</table>
*The post-issue shareholding percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities under preferential allotment for Share swap.</td></tr>
<tr><td>7.</td><td>Issue Price</td><td>₹45.19 per share (including a premium of ₹35.19 per share) determined in accordance with SEBI ICDR Regulations.</td></tr>
<tr><td>8.</td><td>Consideration</td><td>Consideration other than cash (Share Swap): Acquisition of 8,000 Equity Shares of Vayuveer Solutions Private Limited from the Proposed Allottee</td></tr>
<tr><td>9.</td><td>In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.</td><td>Not Applicable</td></tr>
<tr><td>10</td><td>Any cancellation or termination of proposal for issuance of securities including reasons thereof</td><td>Not Applicable</td></tr>
</table>

Sr. No.	Name of the Proposed Allottee	Category	Pre – Preferential Holding		Post – Preferential Holding	
					No. of Shares	%*
1.	Mr. Amar Pramod Talwar	Non-Promoter	-	-	33,74,375	40.31%

**Calculated on the total diluted post-issue paid-up equity share capital. Post allotment, the allottee will be re-categorized to Promoter Category subject to compliance with applicable SEBI Takeover Regulations.*