

Date: 10/07/2026

To,

Department of Corporate Services/Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai-400001  
Gujarat 380015  
Scrip Code: 539922

**Sub: Submission of Outcome of Board Meeting dated 10.07.2026**

Respected Sir/Madam,

With reference to the above captioned subject, it is to inform you that following are the outcome of the Board Meeting held today i.e. on Friday, 10<sup>th</sup> July, 2026 at 02:00 PM and concluded at 05:50 P.M at the registered office of the Company.

1. The **Board Report** for the Financial Year Ended 31<sup>st</sup> March, 2026 has been considered, reviewed, approved and the same has been signed by the Directors of the Company.
2. **Approval For Granting Loans, Giving Guarantee, Providing Security(ies) and/or Making Investment**

The Board considered and approved the proposal to give loan(s), guarantee(s), provide security(ies) and/or make investment(s) upto Rs.100 crore (Rupees One Hundred Crores only) which is in excess of the prescribed limits under Section 186 of the Companies Act, 2013, subject to the approval of the shareholders by way of a Special Resolution in the ensuing Annual General Meeting (AGM);

3. **Increase in Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013**

The Board of Directors has approved the proposal to increase the borrowing limits of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013, up to an aggregate amount of ₹100 crore (Rupees One Hundred Crore only), subject to the approval of the shareholders by way of a Special Resolution at the ensuing Annual General Meeting (AGM).

4. **Increase in Authorized Share Capital of the Company and Consequential Amendment in Memorandum of Association of the Company.**

Increase in Authorized Share Capital of the Company from existing ₹25,00,00,000/- (Rupees Twenty Five Crores Only) consisting of 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of face value ₹10.00/- each to ₹40,00,00,000/- (Rupees Forty Crores Only) consisting of 4,00,00,000 (Four Crores) equity shares of face value ₹10.00/- each, and consequent alteration in Clause V of the Memorandum of Association of the Company relating to the share capital of the Company, subject to the approval of the shareholders at the ensuing Annual General Meeting (“AGM”).

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## **ROTOGRAPHICS (INDIA) LIMITED**

CIN: L24200DL1976PLC008036

Regd: Off: Shop No. 37 Shanker Market Connaught Place, Central Delhi, New Delhi-110001

Phone No. 011-47366600, Email Id: info@rotoindia.co.in Website: www.rotoindia.co.in

**5. Sub-Division/ Split of Face Value of Equity Shares of the Company from Rs. 10/- (Rupees Ten Only) Each to Rs. 2/- (Rupees Two Only) Each**

Sub-division/Split of existing 1 (One) equity share of the Company having face value of Rs. 10/- (Rupees Ten only) each fully paid- up, into 5 (Five) equity shares having face value of Rs. 2/- (Rupees Two only) each, fully paid- up, subject to approval of the shareholders of the Company. Considered and approved consequential amendment to the capital clause of the Memorandum of Association of the Company.

The relevant details required under Regulation 30 of the SEBI Listing Regulations read with **SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026** ("SEBI Master Circular") is enclosed herewith as 'Annexure A'.

**6. Approval for the proposal acquisition of not more than 51% of the expanded paid-up equity share capital of Toneron Limited by way of cash consideration.**

The Board of Directors has decided to make a strategic investment in equity shares of Toneron Limited (CIN: U51909GJ2017PLC128262) for acquisition of stake of not more than 51% of expanded equity share capital of Toneron Limited.

The relevant details required under Regulation 30 of the SEBI Listing Regulations read with **SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026** ("SEBI Master Circular") is enclosed herewith as 'Annexure B'.

**7. Approval of Change in Name of Company as made available by Registrar of Companies**

The Board of Director has considered and approved the proposal for change in the name of the Company from "ROTOGRAPHICS (INDIA) LIMITED" to "NOVALUM MATERIALS LIMITED", and consequent Alteration of the relevant clauses of Memorandum of Association and Articles of Association of the Company pursuant to name change, subject to the approval of the shareholders by way of a Special Resolution at the ensuing Annual General Meeting (AGM).

The relevant details required under Regulation 30 of the SEBI Listing Regulations read with **SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026** ("SEBI Master Circular") is enclosed herewith as 'Annexure C'

**8. Approval of Material Related Party Transaction with Toneron Limited.**

Approved the proposed Material Related Party Transaction(s) up to an aggregate amount of **Rs. 250 Crore (Rupees Two Hundred Fifty Crore only)** for the period of one year i.e. from the date of this Annual General Meeting to be held on August 06, 2026 till the date of next Annual general Meeting to be held in FY2027-28.

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**9. Approval for Shifting of Registered Office of the Company within the same city, town or village.**

The Board approved the shifting of registered office of the Company from the existing address located at **Shop No. 37 Shanker Market, Connaught Place, New Delhi-110001** to the new address located at **138-139, Main Road, Ghazipur, Near Patparganj Container Depot/Near Bharat Petrol Pump, Delhi – 110096** within the same city, town or village and within the same ROC and state with effect from 13.07.2026.

**10.** The Board considered and approved the Notice of 51st Annual General Meeting to be held on 06<sup>th</sup> August, 2026.

**11.** The Board appointed Mr. Vivek Kumar, Proprietor of V Kumar & Associates as the Scrutinizer for the purpose of 51st Annual General Meeting.

This is for your kind information and record please.

Thanking You,

**For and on Behalf of Board of Directors  
Rotographics (India) Limited**

**Shrey Gupta  
Managing Director  
DIN: 01731869  
Place: New Delhi**

**Annexure-A**

**The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, are given as below:**

S. No.	Particulars	Details																																		
1.	<b>Split Ratio</b>	Sub-division/Split of existing 1 (One) equity share of the Company having face value of Rs. 10/- (Rupees Ten only) each fully paid- up, into 5 (Five) equity shares having face value of Rs. 2/- (Rupees Two only) each, fully paid up subject to regulatory/statutory approvals as may be required and the approval of the shareholders of the Company																																		
2.	<b>The rationale behind the split</b>	To enhance the liquidity of the Company's shares in the market, to widen shareholders' base, and to make the shares more affordable to small investors.																																		
3.	<b>Pre and post share capital – authorized, paid-up and subscribed</b>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Type of Capital</th> <th colspan="3" style="text-align: center;">Pre-Split Share Capital Structure</th> <th colspan="3" style="text-align: center;">Post-Split Share Capital Structure</th> </tr> <tr> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">Face Value (Rs.)</th> <th style="text-align: center;">Total Share Capital (Rs.)</th> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">Face Value (Rs.)</th> <th style="text-align: center;">Total Share Capital (Rs.)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Authorized Share Capital</td> <td style="text-align: center;">3,00,00,000</td> <td style="text-align: center;">10</td> <td style="text-align: center;">30,00,00,000</td> <td style="text-align: center;">15,00,00,000</td> <td style="text-align: center;">2</td> <td style="text-align: center;">30,00,00,000</td> </tr> <tr> <td style="text-align: center;">Issued Capital</td> <td style="text-align: center;">1,34,43,300</td> <td style="text-align: center;">10</td> <td style="text-align: center;">13,44,33,000</td> <td style="text-align: center;">6,72,16,500</td> <td style="text-align: center;">2</td> <td style="text-align: center;">13,44,33,000</td> </tr> <tr> <td style="text-align: center;">Pai up &amp; Subscribed Capital</td> <td style="text-align: center;">1,31,51,300</td> <td style="text-align: center;">10</td> <td style="text-align: center;">13,15,13,000</td> <td style="text-align: center;">6,57,56,500</td> <td style="text-align: center;">2</td> <td style="text-align: center;">13,15,13,000</td> </tr> </tbody> </table>	Type of Capital	Pre-Split Share Capital Structure			Post-Split Share Capital Structure			No. of Shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Shares	Face Value (Rs.)	Total Share Capital (Rs.)	Authorized Share Capital	3,00,00,000	10	30,00,00,000	15,00,00,000	2	30,00,00,000	Issued Capital	1,34,43,300	10	13,44,33,000	6,72,16,500	2	13,44,33,000	Pai up & Subscribed Capital	1,31,51,300	10	13,15,13,000	6,57,56,500	2	13,15,13,000
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4.	<b>Expected time of Completion</b>	Approximately within 2 months from the date of approval of the Members of the Company and subject to the completion of the statutory requirements.																																		
5.	<b>Class of shares which are sub-divided</b>	Equity Shares																																		
6.	<b>Number of shares of each class pre and post-split</b>	Not Applicable since the company has only one class of shares.																																		
7.	<b>Number of shareholders who did not get any shares in consolidation and their pre consolidation shareholding</b>	Not Applicable																																		

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**Annexure-B**

**The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, are given as below:**

Sr. No.	Details of Events that need to be provided	Information of such events(s)
1.	Name of the target entity, details in brief such as size, turnover/ Revenue from Operation etc.;	<ul style="list-style-type: none"> <li>• Teneron Limited (“<b>Teneron</b>”) is a public Company having its registered office at Survey No 107/1, 107/2, Vill-Naviyani, TA- Dasada, Surendra Nagar, Gujarat- 363750</li> <li>• CIN: U51909GJ2017PLC128262.</li> <li>• Teneron Limited is an advanced non-ferrous metal recycling company with a specialization in producing Aluminium Alloy Ingots. and supplying Molten Aluminium.</li> <li>• As per the latest audited financial statement as on March 31, 2025, the Revenue from Operation of the Company is Rs. 7080.04 Crore.</li> </ul>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm length”	Yes, it is a related party transaction for the Company. The Promoter Group is interested in the transaction solely by virtue of being part of the Promoter Group of the Target Company. This apart, they have no other interest in Target Company.
3.	Industry to which the entity being acquired belongs;	Aluminium Industry
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the Company);	The proposed acquisition is the strategic step for foraying into the business of non-ferrous metal.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6.	Indicative time period for completion of the acquisition;	The transaction is expected to be completed within 12 months.
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration based on the valuation report of the “ <b>Registered Valuer</b> ” (as defined in Companies Registered Valuers and Valuation Rules, 2017).
8.	Cost of acquisition	Cost of acquisition will be based on the valuation report of the “ <b>Registered Valuer</b> ” (as defined in Companies

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## Rotographics

		Registered Valuers and Valuation Rules, 2017).
9.	Percentage of shareholding / <del>control acquired</del> and / <del>or number of shares acquired</del> ;	Not more than 51% of expanded paid up capital.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<ul style="list-style-type: none"><li>• Teneration Limited is a public company incorporated in India. Teneration Limited is an advanced non-ferrous metal recycling company with a specialization in producing Aluminium Alloy Ingots. and supplying Molten Aluminium.</li><li>• Country wherein there is major presence: India</li><li>• Date of Incorporation: April 11, 2017</li><li>• Turnover for the last three years (as per audited accounts) is as under: (Figures in Rs.Crores)<ul style="list-style-type: none"><li>- FY 2024-25: 7,08.004</li><li>- FY 2023-24: 7,98.182</li><li>- FY 2022-23 :769.784</li></ul></li></ul>

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S. No.	Particulars	Details
1.	<b>Existing name of the Company</b>	Rotographics (India) Limited
2.	<b>Proposed name of the Company</b>	Novalum Materials Limited
3.	<b>Reason for change in name</b>	The proposed change in the name of the Company is intended to better reflect the present business activities, long-term vision, strategic direction and corporate identity of the Company.
4.	<b>Whether the change in name would result in a change in the business activities of the Company</b>	No, The proposed change in name is only to align the corporate identity with the Company's existing and future business objectives.
5.	<b>Approvals required</b>	The proposed change in name is subject to the approval of the shareholders of the Company by way of a Special Resolution and approval of the Stock Exchanges.
6.	<b>Consequential amendments</b>	Consequential alteration of the Name Clause of the Memorandum of Association and Articles of Association of the Company.
7.	<b>Expected timeline</b>	The change in name shall become effective upon issuance of a Fresh Certificate of Incorporation by the Registrar of Companies and completion of all applicable statutory and regulatory formalities.

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