



RHI MAGNESITA

RHI MAGNESITA INDIA LTD.
19th & 20th Floor, DLF Square,
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T +91 124 4299000
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www.rhimagnesitaindia.com

25 June 2026

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001, India
BSE Scrip Code: 534076

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051, India
NSE Symbol: RHIM

Total number of pages including covering: 4

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Ma'am,

In reference to regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), We would like to inform you that the Board of Directors of RHI Magnesita India Limited (“**the Company/ RHIMIN**”) at its meeting held today i.e. **Thursday, 25 June 2026**, has approved the following:

- a. To enter into a Joint Venture Agreement (“**JV Agreement**”) with Khemka Refractories Private Limited (“**Khemka**”) having registered office at Kamakhya Nagar, Dhenkanal, Odisha, India – 759018 and CIN U26922OR2003PTC007353 for the formation of a new Joint Venture Company* (“**JV Company**”) to accelerate circular business models and establish a greenfield refractory recycling facility in the eastern state of Odisha, India, subject to the receipt of requisite approvals under the applicable laws and fulfilment of various terms and conditions as specified in JV Agreement.
- b. Incorporation of a Private Limited Company under such name may be approved by Registrar of Companies.

* The JV Company will initially be incorporated as a wholly owned subsidiary of RHIM while post incorporation the JV Company will issue and allot 49% shares to Khemka.

The Company will furnish the requisite disclosures to the exchanges upon incorporation of the Company and other updates as and when required under Listing Regulations.

The meeting of the Board of Directors of the Company concluded at 01:43 PM.

The details as required under Para A and Para B of Part A of Schedule III of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026 are enclosed as **Annexure A, Annexure B and Annexure C**.

This intimation is also being uploaded on the Company’s website i.e. <https://www.rhimagnesitaindia.com/>. The Exchange is requested to take the same on record.

You are requested to kindly take note of above and oblige.

Yours Faithfully,

For **RHI Magnesita India Limited**

Sanjay Kumar

Company Secretary
(ICSI Membership No. -17021)



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Annexure A

Disclosure under Para A(5) of Part A of Schedule III to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Details of events that need to be provided	Information of such events(s)
1	Name of the party with whom the agreement is entered into	Khemka Refractories Private Limited
2	Purpose of entering into the agreement	To establish a Joint Venture Company (“ JV Company ”) to accelerate circular business models and establish a greenfield refractory recycling facility.
3	Shareholding, if any, in the entity with whom the agreement is executed	NIL
4	Significant terms of agreement (in brief) special rights like <ul style="list-style-type: none">- right to appoint directors,- first right to share subscription in case of issuance of shares,- right to restrict any change in capital structure etc.	<ul style="list-style-type: none">- Each party has right to appoint and replace its nominee director- Changes to capital structure, require approval of shareholders- Any new shares/ securities must first be offered to existing shareholders
5	Whether the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship	RHIM and Khemka are independent entities and are not part of the same promoter group
6	Whether the transaction would fall within Related Party Transactions? If yes, whether the same is done at “arm’s length”?	The transaction does not fall within the purview of Related Party Transaction for the Company. Post subscription by the Company, the JV Company will become a subsidiary company of the Company and will be considered as a related party of the same.
7	In case of issuance of shares to the parties, details of issue price and the class of shares issued.	The JV Company will initially be incorporated as a wholly owned subsidiary of RHIM, after incorporation, the JV Company will issue and allot 49% shares to Khemka.
8	Any other disclosures related to such agreements, viz. , <ul style="list-style-type: none">- details of nominee on the Board of Directors of the listed entity,- potential conflict of interest arising out of such agreements, etc.	Not Applicable
9	In case of termination or amendment of agreement, listed entity shall disclose following additional details to the stock exchanges: <ul style="list-style-type: none">- Name of parties to the agreement;- Nature of the agreement;- Date of execution of the agreement;- Details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable



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Annexure B

Disclosure under Para B(2) of Part A of Schedule III to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Details
1	Name of the entity(ies) with whom agreement/ JV is signed	Khemka Refractories Private Limited
2	Area of agreement/ JV	To establish a Joint Venture Company (“ JV Company ”) to accelerate circular business models and establish a greenfield refractory recycling facility.
3	Domestic/ International	Domestic
4	Share JV ratio	RHIM - 51% Khemka - 49%
5	Scope of business operation of agreement/ JV	Refer response to point no. 2 & 3 of this Annexure
6	Details of consideration paid/ received in agreement/ JV	No consideration is paid or received by either party in connection with the Joint Venture Agreement.
7	Significant terms and conditions of agreement / JV in brief.	Refer response to point no. 4 of Annexure A
8	Whether the acquisition would fall within related party transactions 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's length" the listed entity, potential conflict of interest arising out of such agreements, etc.	The transaction would not fall into a related party transaction. Promoter/ Promoter Group/ Group Companies have nil interest in the new entity. However, post incorporation the new entity will become subsidiary company of the Company so would be a related party of the Company.
9	Size of the entity(ies)	RHIM is the leading manufacturer and supplier of high-grade refractory products, systems and solutions with consolidated turnover of Rs. 4,01,994.50 lakhs during 2025-26. Khemka Refractories Private Limited (KRPL) is a manufacturer of refractory products, raw materials trading and secondary raw material processing with consolidated turnover of Rs. 48,725.77 Lakhs during 2025-26.
10	Rationale and benefit expected	The JV Company will combine RHIM 's global expertise in refractory recycling and Khemka's long-standing regional presence and supplier network. The facility is expected to play a critical role in strengthening supply chain resilience, supporting sustainable industrial growth and accelerating the transition towards a circular economy in India.



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Annexure C

Disclosure under Para A(1) of Part A of Schedule III to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Details
1	Name of the entity, date & country of incorporation	Name & date – Will be submitted once approved from Registrar of Companies Country of Incorporation – India
2	Name of holding company of the incorporated company and relation with the listed entity;	RHI Magnesita India Limited, the JV Co. will be wholly owned subsidiary company of the Company.
3	Industry to which the entity being incorporated belongs	Refractories
4	Brief background about the entity incorporated in terms of products / line of business;	JV shall bundle industrial minerals and refractory recycling activities.
5	Brief details of any governmental or regulatory approvals required for the incorporation;	Incorporation of JV Company needs to be approved by Ministry of Corporate Affairs
6	Nature of consideration - whether cash consideration or share swap and details of the same	RHIM is subscribing 10,000 equity shares of Re 1/- each by paying the same in cash
7	Cost of subscription / price at which the shares are subscribed	Refer response to point no. 6 of this Annexure
8	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	100% at incorporation of JV Company. Khemka will subscribe to 49% shareholding in subsequent step.