07th September, 2026

To,

The Manager BSE Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street, Fort, Mumbai -400001 BSE Scrip ID – VIVIDHA BSE Scrip Code - 506146	The National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 ISIN Code- INE370E01029 NSE Scrip code - VIVIDHA

Subject: Outcome of the Board Meeting held today i.e., 7th September, 2026

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

This is to inform you that the Board of Directors of M/s. Visagar Polytex Limited ("the Company") in their meeting held today i.e., Monday, 07th September, 2026, has approved and taken on record the following items:

1. Approved and took on record the valuation report received from **Mr. Bhavesh M Rathod, Registered Valuer (Registration No. IBBI/RV/06/2019/10708)** dated 4th September, 2026.

2. Approved and took note of the Fairness Opinion received from **M/s Navigant Corporate Advisors Limited, SEBI Registered Category I Merchant Banker, SEBI Registration No. INM000012243** dated 7th September, 2026

3. Took note of the Pricing Certificate under Regulation 158 of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018 received from **M/s Vijay S. Tiwari & Associates Membership No.: 33084 COP No.: 12220** dated 7th September, 2026

4. Approved the Draft Composite Scheme of Arrangement, inter alia, providing for:

   i. **Reduction of the issued, subscribed and paid-up equity share capital** of the Company under Section 66 of the Companies Act, 2013, along with adjustment of the Share Forfeiture Account, towards writing off accumulated losses.

   ii. **Consolidation of the reduced equity shares** to restore the face value to Re. 1/- per equity share.

iii. **Infusion of fresh capital** through preferential issue of equity shares and warrants, subject to applicable laws and regulations.

5. Approved the Notice convening the 43rd Annual General Meeting ("AGM") of the Company to be held on Wednesday, 30th September, 2026 at 11:00 a.m. at "Vyanjan Banquet Hall", 46, First Floor, Oshiwara Link Plaza, Next to Oshiwara Police Station, Near Maheshwari Bhawan, Above "Vyanjan" Sweets, Link Road Extension, Andheri (West), Mumbai - 400102, and the matters to be placed before the Members thereat.

6. Approved the Annual Report for the Financial Year 2025-26, including the Management Discussion and Analysis Report, Directors' Report and annexures thereto.

7. Took note of the resignation of M/s. Bhatter & Associates, Chartered Accountants, as Statutory Auditors of the Company and, based on the recommendation of the Audit Committee, appointed Ms. Riddhi Kishor Trivedi, Chartered Accountant (Membership No. 611547), as Statutory Auditor of the Company to fill the casual vacancy caused by such resignation, subject to approval of the Members at the ensuing 43rd Annual General Meeting, to hold office until the conclusion of the said AGM. The Board further approved her appointment as Statutory Auditor of the Company from the conclusion of the 43rd Annual General Meeting until the conclusion of the 48th Annual General Meeting, subject to approval of the Members at the ensuing AGM.

The details required to be disclosed under Regulation 30 of the SEBI LODR Regulations read with the Master Circular are set out in Annexure I (Reduction and Consolidation of Share Capital) and Annexure II (Preferential Issue of Equity Shares and Warrants) to this letter.

Please note that the Board meeting commenced at 05.30 p.m.to conclude at 10.30 p.m.

You are requested to take the information on your records.

On behalf of the Board
For Visagar Polytex Limited

TILOKCHAND
MANAKLAL
KOTHARI

Digitally signed by TILOKCHAND MANAKLAL KOTHARI
DN: c=IN, postalCode=400053, st=MAHARASHTRA, street=3RD FLOOR,FLAT NO 302,A WING,PARTHENON ,JAI PRAKASH ROAD ,MUMBAI SUBURBAN,ANDHERI WEST ,400053, l=MUMBAI SUBURBAN, o=Personal, serialNumber=8e7f7e3cad5e724ee80adb6b5e10c89e68296fcd55e94cf2a1e692f7986c3331, pseudonym=64004c8fd58a4cb3b64177471e8f5618, 2.5.4.20=fe3529946d3f3252dd946df31b75665a37d51a1bd833266df7fb71c56b366fd5, email=CONTACT@VISAGAR.COM, cn=TILOKCHAND MANAKLAL KOTHARI

Tilokchand Manaklal Kothari
Managing Director
DIN: 00413627

SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

Annexure I — Reduction and Consolidation of Share Capital

S. No.	Particulars	Details
1	**Details and reasons for restructuring**	The restructuring is proposed to rationalise the Company's paid-up capital in line with its available net assets, write off accumulated losses and the Share Forfeiture Account balance without cash outflow, present a true and fair financial position, simplify the share capital structure, and facilitate the proposed capital infusion for future growth.
2	**Quantitative and/ or qualitative effect of restructuring;**	The Proposed Capital reduction would not have any adverse effect on the interest of other shareholders. As there is no outflow of/ payout of funds from the Company, hence the interest of the creditors is not adversely affected.
3	**Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring;**	No additional benefit is being derived by the promoter/promoter group/from such proposed restructuring in the capacity of being promoter/promoter group/ of the Company. On account of cancellation of share capital, there would be a proportionate change in shareholding percentage of each shareholder (i.e. Promoter and Public) in proportion of their existing shareholding.
4	**Brief details of change in shareholding pattern (if any) of all entities.**	On account of cancellation of share capital, there would be a proportionate change in shareholding percentage of each shareholder (i.e. Promoter and Public) in proportion of their existing shareholding.
5	**Consolidation ratio;**	100:1
6	**Rationale behind the consolidation;**	The consolidation of shares is being done to restore the face value of Each share to Re. 1/-

7	Pre and post share capital – authorized, paid-up and subscribed;	**Pre- Share Capital** **Authorised capital**: ₹80,00,00,000. **Issued, subscribed and paid-up capital** Issued, subscribed and paid-up capital of ₹29,27,00,534 comprising 29,27,00,534 equity shares of face value Re. 1/- each, fully paid-up, as on 31st March, 2026. **Post- Share Capital** **Authorised capital:** ₹80,00,00,000. **Issued, subscribed and paid-up capital** Issued, subscribed and paid-up capital of ₹29,27,005 comprising 29,27,00,534 equity shares of face value Re. 0.01/- each, fully paid-up.
8	Expected time of completion	Conditional upon approval of scheme from NCLT.
9	Class of shares which are consolidated	Equity Shares
10	Number of shares of each class pre and post consolidation;	**Pre-Consolidation** (immediately after reduction) Issued, subscribed and paid-up capital of ₹29,27,005 comprising 29,27,00,534 equity shares of face value Re. 0.01/- each, fully paid-up. **Post-Consolidation** (100 shares of Re. 0.01 consolidated into 1 share of Re. 1) Issued, subscribed and paid-up capital of ₹29,27,005 comprising 29,27,005 equity shares of face value Re. 1/- each, fully paid-up.
11	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding.	[.]

Annexure II — Preferential Issue of Equity Shares and Warrants

S. No.	Particulars	Details
1	**Type of securities proposed to be issued.**	3,00,00,000 (Three Crore) Cash Preferential Equity Shares of face value Re. 1/- each, and 3,00,00,000 (Three Crore) Preferential Warrants, each carrying an option to subscribe to one equity share of face value Re. 1/- each.
2	**Type of issuance.**	Preferential issue under Section 42 and Section 62 of the Companies Act, 2013 read with the SEBI ICDR Regulations, forming Part IV of the Scheme — to become effective immediately upon Part III (reduction/consolidation) taking effect.
3	**Total number of securities proposed to be issued or the total amount for which the securities will be issued**	Preferential Equity Shares: 3,00,00,000 shares × Re. 1/- = ₹3,00,00,000. Preferential Warrants: 3,00,00,000 warrants × Re. 1/- = ₹3,00,00,000 (25% payable upfront on allotment, being ₹75,00,000, and the balance 75% payable upon exercise within the 18-month exercise period).
4	**Object of the issue.**	Infusion of fresh capital to strengthen the Company's financial position, improve net worth, provide a sustainable capital structure, and facilitate future business growth and financing requirements, as an integral part of the Company's revival plan.
5	**Names of allottees and category, and post-issue shareholding.**	Annexure -III

Annexure-III

S. No	Names of Proposed Allottee	PAN	Category	Ultimate Beneficial Owner / Natural Person exercising ultimate control AND its PAN	Address of Allottee	Equity Shares	Warrants
1	**Sagar Tilokchand Kothari**	ASXPK6584G	Promoter	Self, ASXPK6584G	**A-302, Parthenon, JP Road, Four Bunglows, Andheri West, Mumbai - 400053**	36,00,000	36,00,000
2	**Trisha Studios Limited** *(old name appearing in DP records: Trisha Media Ltd)*	AACCT9197J	Promoter	**Tilokchand Manaklal Kothari AALPK7074 K**	**907, Dev Plaza, SV Road, Andheri West, Mumbai - 400053**	36,00,000	36,00,000
3	**Kiran Mehta**	AIBPM1007G	Non-Promoter / Public	**Self AIBPM1007G**	**Plot no 11 B, 9th Pal Road, Bach Raj Ji ka Bag, Sardarpura, Jodhpur, Rajasthan - 342001**	17,50,000	17,50,000
4	**Rajendra Mehta**	ABMPM0199 B	Non-Promoter / Public	**Self ABMPM0199 B**	**11 B, 9th Pal Road, Bachraj Ji Ka Bagh, Sardarpura, Jodhpur, Rajasthan - 342003**	17,50,000	17,50,000
5	**Siddharth Pravinchandra Gala**	ALHPG2683H	Non-Promoter /	Self ALHPG2683H	**Flat no 2501, Mahindra**	12,50,000	12,50,000

			Public		**Angelic, SV Rd, Nr Patkar College, Goregaon West, Mumbai - 400104**		
6	**Tarunkumar Manilal Gala**	AEGPG4160B	Non-Promoter / Public	Self AEGPG4160B	**1802, 18 Flr, Aspen Mahindra Eminente, SV Rd, Nr Patkar College, Goregaon West, Mumbai - 400104**	12,50,000	12,50,000
7	**Rajesh Nanji Gala**	AABPG9904C	Non-Promoter / Public	Self AABPG9904C	**Flat no 2502, Aspen Mahindra Eminente, SV Rd, Nr Patker College, Goregoan West, Mumbai - 400104**	6,00,000	6,00,000
8	**Jyoti Rajesh Gala**	AAFPG6482K	Non-Promoter / Public	Self AAFPG6482K	**Flat no 2502, Aspen Mahindra Eminente, SV Rd, Nr Patkar College, Goregoan West, Mumbai - 400104**	6,00,000	6,00,000
9	**Kashish Multi Trade Private Limited**	AACCK7596A	Non-Promoter / Public	Mohit Krishan Khadaria	**401/A, Pearl Arcade Opp. PK**	25,00,000	25,00,000

				AOKPK6812L	**Jewellers, Dawood Baugh Lane, Andheri (W), Mumbai - 400058**		
10	**Golden Medows Export Private Limited**	AAACG1342E	Non-Promoter / Public	Mohit Krishan Khadaria AOKPK6812L	**401-A, Pearl Arcade Opp PK Jewellers, Dawood Baugh Lane, Off JP Rd, Andheri West, Mumbai - 400058**	25,00,000	25,00,000
11	**Syrupy Trading Private Limited**	AAXCS0795E	Non-Promoter / Public	Shrinath Rathi AKHPR6209H	**248/1980 Motilal Nagar no 1, Rd no 6, Near Post office, Goregaon West, Mumbai - 400104**	20,00,000	20,00,000
12	**Divit India Services Private Ltd**	AAECD2640N	Non-Promoter / Public	Kalakad Sundaram Sathi AOXPS0986A	**Ti-33, Mahadev Darshan Building "A", Jivan Vikas Kendra Marg, Andheri (E), Mumbai - 400069**	44,00,000	44,00,000
13	**Aman Baheti**	DNNPB4516D	Non-Promoter / Public	Self DNNPB4516D	**69, Nawab Galli, Gokulpeth, Nagpur -**	14,00,000	14,00,000

					440010		
14	**Naman Baheti**	DNNPB4534F	Non-Promoter / Public	Self DNNPB4534F	**69, Nawab Galli, Gokulpeth, Nagpur - 440010**	14,00,000	14,00,000
15	**Premlata Baheti**	ABRPB2592A	Non-Promoter / Public	Self ABRPB2592A	**69, Nawab Galli, Gokulpeth, Nagpur - 440010**	14,00,000	14,00,000
	Total					**3,00,00,000**	**3,00,00,000**