



McLEOD RUSSEL  
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15<sup>th</sup> May, 2026

The Secretary BSE Ltd P. J. Towers, 25 <sup>th</sup> Floor Dalal Street MUMBAI – 400 001 Scrip Code: 532654	The Secretary National Stock Exchange of India, Listing Dept. Exchange Plaza, 5th Fl. Plot No. C/1, G-Block Bandra-Kurla Complex Bandra(E) MUMBAI – 400 051 Scrip Code: MCLEODRUSS	The Secretary The Calcutta Stock – Exchange Limited 7, Lyons Range KOLKATA – 700 001 Scrip Code: 10023930
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Dear Sir/Madam,

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

Please be informed that the Board of Directors of the Company at its meeting held, today i.e. 15<sup>th</sup> May, 2026 has considered and:

1. Accepted One-Time Settlement (OTS) sanction received from J.C. Flowers Asset Reconstruction Private Limited (JCF ARC), acting as trustee of JCF YES Trust 2022-23/10, vide OTS letter dated 13<sup>th</sup> May, 2026, for settlement of outstanding dues of the Company. JCF ARC representing approx. 20.58% in value of the total Institutional Loan as on 31<sup>st</sup> December, 2025. As earlier informed, we have already obtained Sanction Letter from National Asset Reconstruction Company Ltd (NARCL) on 9<sup>th</sup> April 2026 representing approx. 75.02% for the restructuring of debt of the Company. The settlement value of the OTS with JCF ARC is Rs. 150 crores payable in tranches by 30<sup>th</sup> June, 2027.

Disclosure pursuant to Regulation 30 of SEBI LODR, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30<sup>th</sup> January, 2026 is enclosed as **Annexure - 'A'**.

2. Approved the re-appointment of Mr Aditya Khaitan (DIN: 00023788) as a Managing Director of the Company for the further period of 3 (three) years with effect from 17<sup>th</sup> May, 2026 and payment of remuneration thereof based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members and/or any other authority/approval, as may be necessary, in accordance with applicable provisions of the Companies Act, 2013 and Rules and Regulations framed thereunder and SEBI LODR, 2015.

Mr Aditya Khaitan is not debarred from holding the office of Director by virtue of any Order of Securities and Exchange Board of India or any other statutory authority.

Disclosure pursuant to Regulation 30 of SEBI LODR, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30<sup>th</sup> January, 2026 is enclosed as **Annexure - 'B'**.

*Registered Office :*

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGO LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com





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3. Approved the execution of Memorandum of Understanding (MoU) for the proposed disposal of assets of Mathura Tea Estates of the Company for part-payment of debt in terms of Sanction letter of National Asset Reconstruction Company Limited acting through India Debt Resolution Company Limited. Pursuant thereto, the Company has entered into MoU with the prospective buyer for disposal of the assets of the Mathura Tea Estates situated in West Bengal, subject to due diligence and necessary approvals.

Disclosure pursuant to Regulation 30 of SEBI LODR, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30<sup>th</sup> January, 2026 is enclosed as **Annexure - 'C'**.

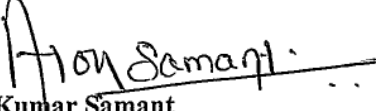
These are also being hosted on Company's Website: [www.mcleodrussel.com](http://www.mcleodrussel.com) .

The Meeting of the Board of Directors of the Company commenced at 12:30 PM and concluded at 03.50 PM.

Thanking you

Yours faithfully,

For McLeod Russel India Limited

  
Alok Kumar Samant  
Company Secretary



*Encl: As above*

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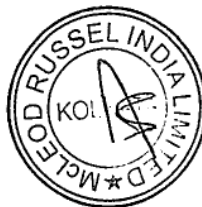


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Annexure – ‘A’

Disclosures pursuant to Regulation 30 of SEBI LODR, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30<sup>th</sup> January, 2026

Sr. No	Particulars	Description
1	Reasons for opting for OTS	One Time Settlement is expected to significantly reduce the Company's debt burden and improve its financial position.
2	Brief summary of the OTS.	<p>YES Bank Limited had earlier sanctioned/ disbursed various credit facilities, from time to time to the Company. Subsequently, the said facilities have been assigned to J.C. Flowers Asset Reconstruction Private Limited (JCF ARC), acting in its capacity as trustee of JCF YES Trust 2022-23/10. The outstanding dues in respect of the facilities as on 31<sup>st</sup> March, 2026 is Rs.749.80 crore. In this regard One-Time Settlement (OTS) sanction has been received from JCF ARC vide OTS sanction letter dated 13<sup>th</sup> May, 2026, for settlement of outstanding dues of the Company.</p> <p>Pursuant to the said OTS letter, the Company has agreed to settle the aforesaid outstanding dues for an aggregate amount of Rs.150 crores, payable in tranches by 30<sup>th</sup> June, 2027, in compliance with other terms and conditions.</p> <p>Upon payment of the entire One-Time Settlement amount and fulfilment of the conditions stipulated in the settlement letter, the lender shall issue a no-dues certificate, release securities and withdraw ongoing legal proceedings and shall not initial any legal proceeding in respect of the said facilities.</p>



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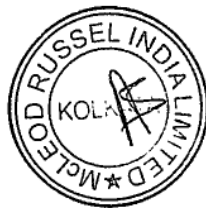


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Annexure – 'B'

Disclosures pursuant to Regulation 30 of SEBI LODR, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30<sup>th</sup> January, 2026

Sr. No	Particulars	Description
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment
2	Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/re-appointment	Re-appointed for further period of 3 (three) years with effect from 17 <sup>th</sup> May, 2026 as Managing Director of the Company, subject to approval of the Members of the Company and/or any other authority/approval, as may be necessary.
3	Brief Profile (in case of appointment)	Mr Aditya Khaitan hails from a renowned family of industrialists. Mr. Khaitan has in depth exposure to and involvement in steering diverse businesses and has gained considerable experience and expertise in management, production, marketing, corporate finance and other related areas of Tea Industry and also in the matter of restructuring, mergers, demergers and acquisitions of corporate entities. Mr. Khaitan served as the Chairman of the Indian Tea Association for three consecutive years. He was also Committee Member of Indian Chamber of Commerce and was a Member of Tea Board. He has been serving as a Managing Director of the Company since 2005.
4	Disclosure of relationships between Directors (in case of appointment of a Director)	None



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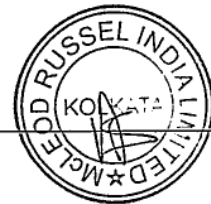


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Annexure – ‘C’

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Mathura Tea Estates		
Sr. No	Particulars	Description
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	Amount & percentage (%) of Turnover contributed by Mathura Tea Estate during the previous financial year 2024-25: Rs. 2700.04 Lakhs, contributing 3.00% of total turnover of the Company.
2	Date on which the MoU has been entered into;	Memorandum of Understanding entered on 15 <sup>th</sup> May, 2026.
3	The expected date of completion of sale/disposal/ execution of definitive Agreement for sale	31 <sup>st</sup> July 2026, subject to receipt of necessary approvals.
4	Consideration received from such sale/disposal;	Rs.34,19,73,395/- (Rupees Thirty Four Crores Nineteen Lakhs Seventy Three Thousand Three Hundred and Ninety Five Only), subject to any adjustments as per the terms of the Memorandum of Understanding (MOU) plus applicable GST subject to TDS as may be applicable.
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	The buyer is Mr. Jayanta Kumar Sanyal, (PAN: ATFPS1239R), having office at 44, Sashipada Institute Lane, Baranagar, Kolkata-700036. The Buyer doesn't belong to promoter /promoter group or group companies.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	The proposed transaction does not constitute a Related Party Transaction.
7	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	National Asset Reconstruction Company Limited ("NARCL") acting through India Debt Resolution Company Limited ("IDRCL") vide its Sanction Letter dated 02 <sup>nd</sup> April, 2026 approved restructuring Company's Debt and sale in pursuant thereto.  The Company is in process to obtain the requisite approval of the shareholders in compliance with Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, and such other statutory approval as may be required in this regard.
8	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable



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