PRIMO
CHEMICALS

PCL:SEC:2026:264

14.08.2026

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

Scrip Code: 506852

National Stock Exchange of India Ltd.
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 001

Scrip Code: PRIMO

Sub.: Outcome of Board Meeting held on 14th August, 2026- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its meeting held on 14th August, 2026, commenced at 12:30 Hours and concluded at 16:35 Hours, inter-alia, has considered and approved the following:

1. Re-appointment of M/s Kabra & Associates, Cost Accountants as the Cost Auditor of the Company for conducting an audit of Cost Accounting Records of the Company for the financial year 2026-27.

2. 51st Annual General Meeting of the Company will be held on 30th September, 2026 at 14.00 hours through Video Conferencing (VC) or other Audio Visual Means (OAVM). The Register of members and Share Transfer Books will be closed from 24th September, 2026 to 30th September, 2026 for the purpose of Annual General Meeting.

3. In-Principle approval for preparation of Scheme of Amalgamation of Flow Tech Chemicals Private Limited ("Flow Tech") with Primo Chemicals Limited ("Primo") and appointment of Intermediaries in this regard:

   The Company had received the approval from the shareholders vide through Postal Ballot on 5th August, 2026 for acquisition of balance 51% shareholding of Flow Tech and make it a wholly owned subsidiary. The Company is in the process of acquisition of the said remaining 51% stake to make Flow Tech its wholly owned subsidiary.

   Now, the internal management team of the Company has proposed the plan to merge / amalgamate Flow Tech into Primo pursuant to a Scheme of Amalgamation ("Scheme") proposed to be undertaken in accordance with the applicable provisions of the Companies Act, 2013, rules made thereunder and other applicable laws, regulations and regulatory requirements. The same is expected to provide multiple benefits to the Company including simplification of the structure, reduction of cost of compliances & burden by liquidation of Flow Tech upon completion of merger, having direct access to the operations and resources of Flow Tech leading to greater control.

   Upon due consideration of the rationale, commercial benefits and other relevant aspects of the proposed transaction, the Board expressed its in-principle approval to proceed with the proposed consideration to formulate a Scheme of merger / arrangement, subject to and conditional upon the prior completion by Primo of the acquisition of balance 51% of the issued, subscribed and paid-up equity share capital of Flow Tech, such that Flow Tech becomes a wholly owned subsidiary of Primo, in accordance with the terms and conditions of the transaction documents, including the Supplementary Share Purchase Agreement ("Supplementary SPA"), and applicable laws. Upon completion of the acquisition of 100% of the equity share capital of Flow Tech, the internal management shall place before the Board, for its consideration and approval, the Scheme of merger / amalgamation together with all related documents, reports, certificates, opinions and other materials as may be required under applicable laws, including, as applicable, valuation and accounting reports/certificates and legal, tax and regulatory opinions and approved the appointment of various intermediaries involved in the proposed transaction of such merchant bankers, transaction advisors, legal advisors and other professional intermediaries as may be required in connection with the proposed Scheme, on such terms and conditions as may be mutually agreed.

The Board further noted that the proposed Scheme shall be subject to such approvals, sanctions, consents, permissions, observations, no-objections and filings as may be required under applicable law, including the approvals of the Board, shareholders and/or creditors/ lenders, as applicable, the Hon'ble National Company Law Tribunal ("NCLT"), the stock exchanges, the Securities and Exchange Board of India ("SEBI"), the Ministry of Corporate Affairs and other statutory, regulatory or governmental authorities.

The Board accordingly authorised the internal management to take such preliminary and preparatory steps in relation to the proposed Scheme as may be necessary or expedient, subject always to the foregoing conditions and the further approval of the Board and receipt of all requisite statutory and regulatory approvals and place the Scheme before the Board for their consideration and approval.

The disclosures as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, concerning the above appointment is enclosed as Annexure I, to this intimation.

Kindly take the above on record.

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For Primo Chemicals Limited

Sugandha Kukreja Digitally signed by Sugandha Kukreja
Date: 2026.08.14 19:29:07 +05'30'

SUGANDHA KUKREJA
Company Secretary & Chief HR Officer

Annexure- I

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

Particulars	Cost Auditor
	M/s Kabra & Associates
Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	Re-appointment
Date of Appointment and term of Appointment	Date of re-appointment: 14.08.2026 Term of Appointment: Financial year 2026-27
Brief profile (in case of appointment)	It is a Cost Accountants firm established to provide quality service with the assistance of competent professionals in their respective fields.
Disclosure of relationships between directors (in case of appointment of a director).	Not applicable