ORGANIC RECYCLING SYSTEMS LIMITED
CLEANTECH | INNOVATION | ENGINEERING

November 12, 2026

To,
The Manager,
Listing Compliance Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001.

Scrip Code: 543997

Subject: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), we wish to inform you that the Board of Directors of Organic Recycling Systems Limited ("the Company"), at its meeting held today, i.e., Thursday, November 12, 2026, has, inter alia, considered and approved the following matters:

1. Migration of the Company's equity shares from the SME Platform of BSE Limited to the Main Board of BSE Limited and listing of its equity shares on the Main Board of National Stock Exchange of India Limited, subject to requisite approvals of the shareholders, stock exchanges and other regulatory authorities, as may be applicable.

2. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, has considered and approved the "Organic Recycling Systems Limited - Employee Stock Option Scheme 2026" (the "Scheme") for the grant of stock options to eligible employees of the Company and its subsidiaries as outlined in the Scheme, subject to the approval of the shareholders of the Company in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB Regulations"). The requisite information as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, isenclosed herewith as an Annexure A.

3. Postal Ballot Notice for seeking approval of the shareholders of the Company through remote e-voting.

4. Approval for strategic investment in Shreyam Manek Agro Private Limited by way of subscription to Compulsorily Convertible Debentures (CCDs). The requisite information as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed herewith as an Annexure B.

5. Approval for enhancement of the Corporate Guarantee in favour of HDFC Bank Limited from ₹5.00 crore to ₹8.00 crore in connection with the working-capital credit facilities sanctioned to Industrial Associates, a partnership firm in which the Company holds a 99.9% interest, to support its working-capital requirements and business operations. The requisite information as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, isenclosed herewith as an Annexure C.

6. Take note of resignation of Mr. Jigar Gudka from the position of Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company w.e.f cloure of business hours of December 1, 2026. The detailed resignation letter in this regard will be submitted to stock exchange in due course.

7. Appointment of Mr. Bipin Velji Bid as Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company w.e.f December 1, 2026. The brief profile of Mr. Bipin Velji Bid is attached as an Annexure D.

The meeting of the Board of Directors commenced at 3.45 P.M. and concluded at 5.25 P.M.

This is for your information and records.

Thanking you,

For **Organic Recycling Systems Limited**

Manoj Kumar

Digitally signed by Manoj Kumar
Date: 2026.11.12 18:45:20 +05'30'

Manoj Kumar
Company Secretary & Compliance Officer
Membership No.: A56992

Encl: As above.

ANNEXURE A

Sr. No.	Particulars	Details
a)	Brief details of options granted	Not Applicable as the Scheme is subject to approval of Shareholders as well as in-principle approval by the BSE Limited. Any grant under the Scheme will be made only after receiving the above approvals.
b)	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes, the proposed Scheme is in the compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
c)	Total number of shares covered by these options	Upto 10,00,000 (Ten Lakhs) equity shares of face value Rs.10/- each of the Company.
d)	Pricing formula	'Exercise Price in case of Options' shall be the Price to be determined by Nomination & Remuneration Committee ('NRC' or 'Committee') from time to time on the date of Grant. However, the Exercise Price per Option shall not be less than the face value of the Equity shares of the Company.
e)	Options vested	Not Applicable at this stage
f)	Time within which the option may be exercised	The Options to be granted may be exercised by the Option Grantee at one time or at various points of time within the exercise period as determined by the Committee from time to time as per the Scheme in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
g)	Options exercised	Not Applicable at this stage
h)	Money realised by exercise of options	Not Applicable at this stage
i)	The total number of shares arising as a result of exercise of options	Not Applicable at this stage
j)	Options lapsed	Not Applicable at this stage
k)	Variation of terms of options	Not Applicable at this stage
l)	Brief details of significant terms	i) The proposed Scheme shall be called " Organic Recycling Systems Limited – Employee Stock Option Scheme 2026" or the "Scheme" or "ESOP 2026". ii) The proposed Scheme shall be administered by the Nomination and Remuneration Committee of the Company. iii) All the Options granted on any date shall vest not earlier

		than the minimum vesting period of 1 (one) year from the date of the grant. iv) The Exercise period shall be determined by the Committee as per the Scheme in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. Exercise Price in case of Options' shall be the Price to be determined by Nomination & Remuneration Committee ('NRC' or 'Committee') from time to time on the date of Grant. However, the Exercise Price per Option shall not be less than the face value of the Equity shares of the Company. Further, the Exercise Price can be different for different sets of employees for options granted on the same/different dates. . v) The Options granted may be exercised by the Option Grantee at one time or at various points of time within the exercise period as determined by the Committee from time to time. The Vested Options shall be exercisable by the employees by a written application (or by electronic means through software) to the Company expressing his / her desire to exercise such Options in such manner and such format as may be prescribed by the Committee from time to time. The Options shall lapse if not exercised within the specified Exercise Period. vi) The Shares acquired by the Eligible Employees on the exercise of the Options shall be listed on all the Stock Exchanges where the Company's equity shares are listed and will be subject to the terms and conditions of the Scheme.
m)	Subsequent changes or cancellation or exercise of such options	Not Applicable at this stage
n)	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable at this stage

ANNEXURE B

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.	Shreyam Manek Agro Products Private Limited ("Shreyam" or "Target Entity"), Date of incorporation of Shreyam 15th May 2025 and company doesn't have any turnover as of today.
b)	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's length.	NO
c)	Industry to which the entity being acquired belongs.	Renewable Energy, Bioenergy and Waste-to-Energy industry, particularly the Compressed Bio-Gas (CBG) sector.
d)	Objects and impact 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 listed entity).	The proposed investment is intended to strengthen the Company's integrated Build-Own-Operate (BOO) bioenergy platform and expand its presence in the renewable energy and waste-to-energy sector. The proposed CBG Project at Damoh, Madhya Pradesh, will involve development and operation of a CBG manufacturing facility utilising biomass, agricultural residue and other organic feedstock. The investment shall contribute towards project development, construction, commissioning and commercial operations, including expenditure on land development, civil works, plant and machinery, feedstock handling, gas upgradation and compression, pre-operative expenses and margin money.
e)	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable
f)	Indicative time period for completion of the acquisition.	The proposed acquisition will be completed by March 2030.
g)	Consideration – whether cash consideration or share swap or any other form and details of the same.	Cash consideration

h)	Cost of acquisition and/or the price at which the shares are acquired.	The Acquisition Cost is up to ₹26,49,06,100 (Rupees Twenty-Six Crore Forty-Nine Lakh Six Thousand One Hundred only) towards subscription of up to 26,49,061 CCDs at an issue price of ₹100 per CCD at par.
i)	Percentage of shareholding/control acquired and/or number of shares acquired.	The proposed subscription comprises up to 26,49,061 CCDs. Subscription to the CCDs shall not result in immediate allotment of equity shares. The equity shares shall be allotted upon conversion in accordance with the conversion price and ratio determined at the time of conversion.
j)	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).	Shreyam is a special purpose vehicle incorporated in India for development, construction, ownership and operation of a CBG manufacturing facility at Damoh, Madhya Pradesh. Its proposed business activities include production and sale of Compressed Bio-Gas and utilisation of associated organic by-products. The estimated project cost is ₹120.42 crore. Shreyam Manek Agro Private Limited was incorporated on May 15, 2025, in India. Since the Company was incorporated during the financial year 2025-26, its turnover for the preceding three financial years is **Nil**. The Target Entity is currently focused on development of the proposed CBG Project at Damoh, Madhya Pradesh

Annexure C

Particulars	Details
a) Name of the party for which the guarantee was given	Industrial Associates, a partnership firm in which the Company holds a 99.9% interest.
b) Whether the promoter/promoter group/group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The promoters/promoter group/group companies have no interest in the transaction. The Company holds a 99.9% partnership interest in Industrial Associates.
c) Brief details of the guarantee, viz. brief details of agreement entered into (if any), including significant terms and conditions, including amount of guarantee	The Board has approved the enhancement of the Corporate Guarantee to be provided by the Company in favour of HDFC Bank Limited from ₹5.00 crore to ₹8.00 crore comprising a Cash Credit Facility of ₹5.00 crore and a Letter of Credit Facility of ₹3.00 crore. in connection with the working-capital credit facilities sanctioned to Industrial Associates vide sanction letter dated November 03, 2026, bearing Reference No. 804060246.
d) Impact of the guarantee on the listed entity	The enhancement of the Corporate Guarantee increases the contingent financial exposure of the Company by ₹3.00 crore, taking the aggregate guarantee exposure from ₹5.00 crore to ₹8.00 crore. In the event of default by Industrial Associates and invocation of the guarantee, the Company may be required to discharge the guaranteed obligations in accordance with the terms of the Corporate Guarantee. The enhanced facilities are intended to support the working-capital requirements and business operations of Industrial Associates.

Annexure D

Mr. Bipin Velji Bid is a Fellow Member of the Institute of Chartered Accountants of India (ICAI) and holds a Bachelor of Commerce degree from the University of Mumbai. He is a Founding Partner of his firm and possesses over 20 years of professional experience, with a strong background in legal, strategic and debt consulting. He heads the Business Consultancy Division of the firm. His areas of specialisation include working capital management, business valuation, risk management and implementation of effective Management Information Systems (MIS) and budgeting systems. He has experience in advising on various debt instruments, including syndication of term loans, project loans, working capital facilities and corporate loans through banks and financial institutions. He also mentors start-ups and advises investors on business opportunities.