



BGR ENERGY SYSTEMS LIMITED
443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA
TEL: 91 44 24364422/24320390
E-mail: compliance@bgrenergy.com Web site: www.bgrcorp.com

Date: 05th October 2026

To

National Stock Exchange of India Limited

Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

NSE Symbol: BGRENERGY

BSE Limited

Department of Corporate services
PJ Towers, Dalal Street
Fort, Mumbai - 400 001

BSE Scrip: 532930

Respected Sir/Madam,

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Execution and Signing of Master Restructuring Agreement

Dear Sir/Madam,

With reference to our letter dated 25th September 2026 and in line with requirement of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015") read with Para B of Part A of Schedule III to the SEBI LODR, 2015, we are pleased to inform that, BGR Energy Systems Limited ("the Company") has entered into a Master Restructuring Agreement inter-alia with National Asset Reconstruction Company Limited acting through India Debt Resolution Company Limited.

Disclosure 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 30th January, 2026 is enclosed as Annexure - 'A'.

Thanking you,

Yours truly

For **BGR ENERGY SYSTEMS LIMITED**

SRINIVASAN
SUNDAR

Digitally signed by
SRINIVASAN SUNDAR
Date: 2026.10.05
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S. Sundar

Company Secretary & Compliance Officer
Membership No. A9926



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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 30th January, 2026.

S. No	Particulars	Description
1	Name(s) of parties with whom the agreement is entered;	Master Restructuring Agreement ("MRA") has been entered into inter-alia between National Asset Reconstruction Company Limited ("NARCL") and the Company.
2	Purpose of entering into the agreement;	Restructuring of the outstanding debt in accordance with the terms of the MRA.
3	Size of agreement	Total Outstanding debt of Rs. 3736 Crore (as of October 1, 2025) comprising Sustainable Debt of 1,245 Crore and Unsustainable debt – 2491 Crore.
4	Shareholding, if any, in the entity with whom the agreement is executed	National Asset Reconstruction Company Limited does not hold any shares in the Company. Please see note 5 below also. BGR Investment Holdings Company Limited holding 51% of shares of the BGR Energy Systems Limited.
5	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc	➤ Repayment of Sustainable Debt in 4 years i.e., by 30th September 2030. ➤ Allotment of 20 % of equity shares of the Company to NARCL on fully diluted basis. ➤ Payment of such amounts to NARCL in connection with certain identified bank guarantees ("Identified BGs") assigned to NARCL, in the event of invocation or devolvement of such Identified BGs.



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		➤ Amounts recovered or to be recovered by the Company in relation to specified arbitration claims, receivables, awards and other claims, of which 75% shall be payable to NARCL in accordance with the terms of the MRA. ➤ Right to appoint up to 2 Nominee Directors. ➤ Constitution of a Monitoring Committee comprising representatives of the lender and the Company to oversee the implementation of the restructuring. ➤ Continuation of existing security in favour of NARCL. ➤ Right of first refusal in favour of the obligors (being the Company and the corporate guarantors party to the MRA), in the event NARCL proposes to sell or transfer all or part of the equity shares allotted to it in terms of the MRA.
6	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	NARCL is not related to promoter / promoter group / group companies in any manner.
7	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
8	In case of issuance of shares to the parties, details of issue price, class of shares issued;	The issue/allotment of equity shares, if any, is subject to completion of applicable corporate, regulatory and other approvals and the number of shares/issue price will be



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		as per the terms of MRA in compliance with the applicable laws.
9	In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis;	Not Applicable
10	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc	Not Applicable
11	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement ii. nature of the agreement iii. date of execution of the agreement details of amendment and impact thereof or iv. reasons of termination and impact thereof	Not Applicable

SRINIVASA
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SRINIVASAN SUNDAR
Date: 2026.10.05
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