# **NUREÇA**

# **NURECA LIMITED**

Registered Office: Office No.101, Website bai - 400063, Maharashtra, India

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF NURECA LIMITED ("COMPANY") FOR THE BUYBACK OF EQUITY SHARES ON PROPORTIONATE BASIS THROUGH TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM UNDER SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REQUIATIONS, 2018, AS AMENDED FROM TIME TO TIME ("BUYBACK REGULATION").

"BUYBACK REGULATION").

This Public Announcement (the "Public Announcement" or "PA") is being made pursuant to the provisions of Regulation 7(1) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2019, including any amendments, statutory modification (s) or re-indemental for the time being in force and contains the disclosures as specified in Schedule It to the Buyback Regulations read with Schedule I of the Company As 0.0 of I return Sharker of Nurseca Lamittee ("THE COMPANY") HAVING SAGE VALUE of \$1.00 \text{ (RUPES) TEN) EACH ("EQUITY SHARES"), REPRESENTING \$3.00 \text{ (THE TOTAL NUMBER OF EQUITY SHARES IN THE PAID UP EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW) OF EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW) OF EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW) OF EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW) OF EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW) OF EQUITY SHARES OF THE ELIGIBLE SHAREHOLDERS (AS DEFINED SHAREHOLDERS (AS DEFINED SHAREHOLDERS (AS DEFINED SHAREHOLDERS AND THIN TOWN) OF THE TOTAL TOWN OF THE TOWN OF THE

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

- DETAILS OF THE BUYBACK
- exactly to the total figure given for that column or row.

  1. DETAILS OF THE BUYBACK

  1.1 The Board of Directors of Nureca Limited (the board of directors of the Company hereinafter referred to as the "Board", which expression includes any committee constituted and authorized by the Board to exercise its powers), at its meeting held on November 28, 2025 (the "Board Meeting"), pursuant to the provisions of Article 84 of Articles of Association of the Companies Act 2013, as amended in the applicable provisions, if any, of the Companies Act 2013, as amended in the Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, the Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016 (the "Listing Regulations"), and in compliance with the Buyback Regulations and subject to such approvals of statutory, regulatory buyback by the Company of its own fully paid up equity shares of face value of 101- (Rupees In) and 101- of the 101- of 10
- Buyback Öffer\*)

  The tryback Size does not include any expenses or transaction costs incurred or the Buyback such as Securities and Exchange Board of India Bernard for the Buyback such as Securities and Exchange Board of India Bernard for the Buyback such as Securities and Exchange Board of India Bernard for the Buyback such and the Board for India Securities India India India Buyback stares, securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses (Transaction Costs).

  Since the Buyback size is less than 10% of the total paid up equity share capital and free reserves of the Company, based on the latest audited standalione and consolidated financial statements as on March 31, 2025, the approval from the shareholders is not required for the Buyback in terms of the Buyback Regulations and Companies Act.
- The Equity Shares are currently traded under the trading code(s) 543264 at BSE Limited ("BSE") and NURECA at National Stock Exchange of India Limited ("NSE") (hereinafter collectively referred to as the "Stock Exchanges"). The ISIN of the Equity Shares is INEODSF01015.
- (hereinafter collectively referred to as the "Stock Exchanges"). The ISIN of the Equity Shares is INEODS/FOIDS.

  The Buyback shall be undertaken on a proportionate basis from all the equity shares is INEODS/FOIDS of the Equity Shares of the Company holding Equity Shares as on Record Date, i.e. December 12, 2025 ("Eligible Shareholders") through the "Tender Offer" route, as prescribed under Regulation. Additionally, the Buyback Regulations, and subject to applicable laws, facilitated through the stock exchange mechanism as specified by SEBI in SEBI Regulations. Additionally, the Buyback shall be, subject to applicable laws, implemented by Tendering of Equity Shares by Eligible Shareholders and Settlement of the same through the Stock Exchange mechanism as notified by SEBI vide circular CIRCFD/ POLICY/CELLV1/2016 dated April 13, 2015 as amended vis SEBI Circular CFD/CPD/CR2/CIR/20216/6131 dated December 9, 2016 and SEBI Circular SEBI HOLOFD/DCA-III/CIR/P/2021/615 dated August 13, 2021 and SEBI circular bearing reference number SEBI-IN/CFD/PO-D/P/CIR/2023/55 dated March 8, 2023 and such other circulars or notifications, as may be applicable, including any amendment theore ("SEBI Circulars"). For the purposes of this Buyback, the Company will request NSE, to provide their acquisition window for facilitating tendering of Equity Shares under this Buyback. For the purposes of this Buyback, NSE will be the designated stock exchange. The Buyback from Eligible Shareholders who are non-resident, including Foreign Institutional Investors(FIIs)/Foreign Portfolio Investors, Overseas Corporate Bodies, Non-Resident Indians, etc., shall be subject to such approvals if and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals is shall be required to be taken by such non-resident, Foreign Management Pursuant to th

- Reserve Bank of India under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations farmed thereunder, if any and such approvals shall be required to be taken by such non-resident shareholders.

  Pursuant to the proposed Buyback and depending on the response to the Buyback, the voting rights of the members of the Promoter, Promoter Group and person in control in the Company may increase or decrease from their existing shareholding in the total equity capital and voting rights of the Company. The Company confirms that after the completion of the Buyback, the non-promoter shareholding of the Company shall not fall below the minimum level required as per Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Any change in voting rights of the Promoter, Promoter Corpu and Person in Control of the Company pursuant to completion of Buyback will not result in any change in voting rights of the Promoter. Promoter Corpus and Person in Control of the Company pursuant to completion of Buyback will not result in any change in voting rights of the Promoter. Promoter Corpus and Person in Control of the Company pursuant to completion of Buyback will not result in any change in voting rights of the Promoter in the Buyback by them. The Finance (No. 2) Act, 2024 has made amendments in relation to buyback of shares. Well Cocheor 1, 2024, shirting the tax liability in the hands of the shareholders (whether resident or non-resident) and the Company is not required to pay tax on the distributed income but decut cincome fax at source on the consideration paid on such buyback of shares. The sum paid by a domestic company for cincome from other sources. The cost of acquisition of the shares which have been bought back by the Company shall be treated as capital loss in the hands of the shareholder and allowed to be carried forward and set off application tay are president of the TTA. In the Company is required to deduct tax at s

advised to consult their own legal, financial and tax advisors prior to participating the Buyback

- In terms of the Buyback Regulations, under the tender offer route, the promoter and the promoter group have an option to participate in the Buyback. The promoter and the promoter group vide their respective letters dated November 28, 2025 have expressed their intention not to participate in this Buyback.
- expussed meir intention not to participate in this Buyback. The Buyback will be undertaken on a proportionate basis from all Eligible Shareholders as on the Record Date, and would involve a reservation of up to 15% of the number of Equity Shares proposed to be bought back or number of Equity Shares entracts as per the Eligible Shareholders who hold Equity Shares of market value not more than 7200,000 (Rupees Two Lakhs only), on the basis of closing price on the Stock Exchanges registering the highest trading value as on record date or as defined in the Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher. whichever is higher.
- A copy of this public Announcement is available on the website of the Company at <u>www.nuresa.com</u>, the website of Manager to the Buyback Offer at <u>www.nechonouncements</u> and is expected to be available on the website of the SEBI at <u>www.sebi.nov.in</u> during the period of Buyback and on the website of the Stock Exchanges at www. besindia.com and <u>www.neshidia.com</u>, respectively.

### NECESSITY FOR BUYBACK

- The Bulyack is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term ended for returning surplus funds to the members in an effective and efficient manner. The proposed Bulyack will help the Company achieve the following objectives: (a) optimize returns to shareholders; and (b) enhance overall shareholders value.
- opinize returns of street with the action of the control of the co
- when required.

  The Board at its meeting held on November 28, 2025, considered the accumulated free reserves as well as the cash liquidity reflected in the last audited standalone and consolidated financial statements of the Company so on March 31, 2025 and decided to allocate a sum of \$ 19,14.00,000- (Rugues Nineteen Crore Fourteen Lakhs only) sexcluding the Transaction Cost for distributing to the shareholders holding Equity Shares of the Company through the Buyback.

Buyback is being undertaken, inter-alia, for the following reasons

- The Buyback will help the Company to return surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to shareholders;
- enhancing the overall return to shareholders;

  The Buyback, which is being implemented through the Tender Offer route as prescribed under the Buyback Regulations, would involve a reservation of up to 15% of the Equity Shares proposed to be brought back by the Company or the actual number of Equity Shares entitled as per the shareholding of small shareholders on the Record Date, whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as 'Small Shareholders', Shareholders', and the state of the Company's public shareholders, who would be classified as 'Small Shareholders', and the state of the company's public shareholders', and the classified as 'Small Shareholders', and the state of the company's public shareholders', and the classified as 'Small Shareholders', an
- The Buyback may help in improving return on equity, earning per share by reduction in the equity base in the long term, thereby leading to long term increase in shareholders' value; and
- Interester in staterulouser varue, and.

  The Buyback gives an option to the Eligible Shareholders to either (A) participate in the Buyback and receive seals in lieu of their Equity Shares which are accepted under the Buyback offer or (B) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback offer, without didditional investment.
- MAXIMUM AMOUNT REQUIRED FOR THE BUYBACK, AND ITS PERCENTAGI
  OF THE TOTAL PAID UP EQUITY SHARE CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED
- SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE TRANKED

  The maximum amount required for Buyback will not exceed \$19,14,00,0001- (Rupees Nineteen Crore Fourteen Lakin sonly) excluding Transaction Cost.

  The maximum amount mentioned aforesaid is 9.88% and 9.79% of the aggregate of the total paid-up equity share capital and free reserves of the Company on a standalone and consolidated basis respectively, which is less than 10% (Ten percent) of the aggregate of the total paid-up Equity Share capital and free reserves of the Company based on the latest audited financial statements of the Company as at March 31, 2025 on a standalone basis and consolidated basis (being the latest audited financial statements available as on the date of Board Meeting recommending the proposal of the Buyback) under the Board approval route as per the provisions of the Companies Act.
- The funds for the implementation of the proposed Buyback will be sourced out of Company's current surplus and/or current balances of cash and cash equivalents and other current investments and/or internal accruals of the Company and forms part of the free reserves of the Company (including securities premium account) and/or such other source(s) as may be permitted by the Buyback Regulations or the Companies Act.
- The Company shall transfer from its free reserves, a sum equal to the nominal value of the Equity Shares so bought to the capital redemption reserve account and details of such transfer shall be disclosed in its subsequent audited financial statements.
- The funds borrowed, if any, from banks and financial institutions will not be used for
- MAXIMUM PRICE AT WHICH THE EQUITY SHARES ARE PROPOSED TO BE BOUGHT BACK AND BASIS OF ARRIVING AT THE BUYBACK PRICE
- The Equity Shares of the Company are proposed to be bought back at a Price of ₹ 330/- (Rupees Three Hundred and Thirty only) per Equity Share.
- ₹ 330/. (Ruppes Three Hundred and Thirty only) per Equity Share. The Buyback Frice of ₹ 330/. (Ruppes Three Hundred and Thirty only) per Equity Share has been arrived at after considering various factors including, but not limited to, the tends in the volume weighted average market prices of the Equity Shares of the Company on the Stock Exchanges where the Equity Shares are listed, the net worth of the company, price earnings ratio and impact on other financial parameters and the possible impact of buyback on the earnings per share. Further, In accordance with Regulation (Fylia) of the Buyback Regulations, the Board/Buyback Committee may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date fixed for the purpose of Buyback.
- Premium of 28.21% and 28.15% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months preceding November 25, 2025 being the date of intimation to the Stock Exchanges for the board meeting to consider the proposal of the Buyback ("Internation Jack").
- ("Intimation Date").

  Premium of 24.15% and 24.18% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the 2 (two) weeks preceding the Intimation Date.

  Premium of 29.51% and 31.87% over the closing price of the Equity Share on BSE and NSE, respectively, as on the Intimation Date.

  Premium of 12.0% and 13.96% over the closing price of the Equity Share on BSE and NSE, respectively, as on November 28, 2025 being the Board Meeting Date.

- The closing market price of the Equity Shares as on the Intimation Date was ₹ 254.80/- and ₹ 250.25/- and as on the Board meeting date was ₹ 294.50/- and ₹ 289.60/- on the BSE and NSE, respectively.
- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

TO BUTBACK

The Company proposes to Buyback up to 5.80,000 (Five Lakh and Eighty Thousand only) Equity Shares of the Company, representing 5.80% of the total number of Equity Shares in the existing total paid-tu-getily capital of the Company from the equity shareholders of the Company as on the Record Date (on a slandalone basis), at the Buyback Price for an amount not exceeding ₹19,14,00,000-(Ruppes Nineteen Crore Fourteen Lakhs only).

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DETAILS OF SHAREHOLDING OF PROMOTERS AND MEMBERS OF PROMOTER GROUP, DIRECTORS, KEY MANAGERIAL PERSONNEL AND PERSON ACTING IN CONTROL AND DETAILS OF TRANSACTIONS IN THE EQUITY SHARES OF THE COMPANY

- The aggregate shareholding of the (a) promoter and promoter group of the Company ("Promoter and Promoter Group") and persons in control, if any, (b) directors of the company which are a part of the Promoter and Promoter Group, and (c) directors and key managerial personnel of the Company as on the date of the Board Meeting Le, November 28, 2025 and as of the date of this Public Announcement are as follows:
- Aggregate shareholding of the Promoter and Promoter Group and persons who are

Sr. No	Name of Shareholder	Number of Equity Shares held	% of paid-up equity share capital
Α	Promoter		
1	Saurabh Goyal	32,17,214	32.17%
	Total	32,17,214	32.17%
В	Promoter Group		
1	Aryan Goyal	11,59,185	11.59%
2	Smita Goyal	7	0.00%
3	Payal Goyal	20,59,928	20.60%
4	Nectar Biopharma Private Limited	60,842	0.61%
	Total	32,79,962	32.80%
	Grand Total	64,97,176	64.97%

(ii) Aggregate shareholding of the directors of the Promoter Company which are a part

Sr. No	Name of Director	Designation	Number of Equity Shares held	% of paid-up equity share capital
1.	Saurabh Goyal	Chairman and Managing Director	32,17,214	32.17%
2	Aryan Goyal	Executive Director and CEO	11,59,185	11.59%
	Total		43,76,399	43.76%

Aggregate shareholding of the Directors and Key Managerial Personnel of the

Sr. No	Name	Designation	Number of Equity Shares held	% of paid-up equity share capital
1.	Saurabh Goyal	Chairman and Managing Director	32,17,214	32.17%
2.	Aryan Goyal	Executive Director and CEO	11,59,185	11.59%
	Total		43,76,399	43.76%

- The aggregate Restricted Stock Units and Employee Stock Options ("Options") held by the directors and key managerial personnel of the Company as on the date of this Public Announcement is NiL.
- Public Announcement is NIL.

  Except as disclosed below, no Equity Shares of the Company have been purchased/
  sold by any of the Promoter(s) members of the Promoters Group, Directors of the Promoter where Promoter is a Company and persons in control of the Company and the Directors and Key Managerial Personnel of the Company during the period of 6 (six) months preceding the date of Board Meeting i.e. November 28, 2025 at which the Buyback was approved and till the date of this Public Announcement:

Sr. No.	Name of the Shareholder	Aggregate number of Equity Shares purchased or sold	Nature of Transaction	Maximum Price per Equity Share (₹)*	Date of Maximum Price	Minimum Price per Equity Share (₹)*	Date of Minimum Price
1	Saurabh Goyal	28,128	Purchase (Market)	255.00	September 8, 2025	235.51	August 18, 2025
2	Aryan Goyal	35,832	Purchase (Market)	261.97	September 4, 2025	235.79	August 28, 2025
		4,00,000	Gift Received (Off Market)	NA	-	Nil	November 12, 2025
3	Payal Goyal	(4,00,000)	Gift Given (Off Market)	NA		Nil	November 12, 2025
4	Naresh Gupta	3,100	Purchase (Market)	323.11	October 21, 2025	242.97	August 4, 2025
		(4,343)	Sell (Market)	312.32	October 21, 2025	251.00	May 28, 2025

luding Transaction Cost such as brokerage, taxes etc

INTENTION OF PROMOTER AND PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN BUYBACK

CONTROL OF THE COMPART TO PARTICIPATE IN DISTRICT.

In terms of the Buyback Regulations, under the tender offer route, the Promoter and Promoter Group have the option to participate in the Buyback. In this regard, the Promoter and Promoter Group and persons in control of the Company have expressed their intention of not participating in the Buyback wide their letters dated. November 28, 2025.

Accordingly, the disclosure required as per the paragraph (viii) of the Schedule I of the Buyback Regulations are not applicable. Given that the Promoter and Promoter the Buyback Regulations are not applicable. Given that the Promoter and Promoter Group have expressed their intention not to participate in the Buyback, the Equity Shares held by members of the Promoter and Promoter Group shall not be considered for computing the entillement ratio, in accordance with the proviso to Regulation (4) (a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entillement ratio. The Buyback will not restult in any benefit to the Promoter and Promoter Group, persons in control or any directors or KMPs of the company, occupit to the extent of the change in their shareholding as a result of the extragulation of Equity Shares which will lead to reduction in the equity share compelled on the more of the company and persons in control of the Company pursuant of completion of Buyback will not result in any change in control over the Company.

## CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

- The Board confirms that:
- all the Equity Shares of the Company are fully paid-up;
- Subject to applicable law, the Company has not undertaken a buyback of any of its securities during a period of one year immediately preceding the date of this Board Meeting;
- this board westing,
  Subject to applicable law, the Company shall not issue any Equity Shares or
  other specified securities including by way of bonus, till the date of expiry of
  Buyback period, except in discharge of subsisting obligations;
- Buyback period, except in discharge of subsisting obligations; the Company, as per provisions of Section 68(8) of the Companies Act, shall not make any further issue of the same kind of shares or other specified securities including allotment of new shares under clause (a) of sub section (1) of Section 62 of the Companies Act or other specified securities within a period of six months after the completion of the Buyback except by way of bonus shares or equity shares issued in order to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference Shares or debentures into Equity Shares when Equity or conversion of period of one year in accordance with the Buyback Regulations or any circulars or notifications issued by SEBI in connection therewith, from the expiry of the Buyback period, except in discharge of subsisting obligations; the Company shall not Buyback locked-in Equity Shares and non-transferable Equity Shares tall the periodency of the lock-in or till the Equity Shares become transferable:

- (vii) the Company shall pay the consideration for Buyback only by way of cash;
- (viii) the Company shall not Buyback its Equity Shares from any person through negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- (ix) the Company shall transfer from its free reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the equity shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- there are no defaults subsisting in the repayment of deposits or interest payment there on, redemption of debentures or interest payment thereon or redemption of preference Shares or payment of dividend due to any shareholder, or repayment of term loans or interest payable thereon to any financial institutions. or banking Company;
- (xi) the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act;
- Companies No., the aggregate amount of the Buyback i.e. ₹19,14,00,000/- (Rupees Nineteen Crore Fourteen Lakhs only) does not exceed 10% of the total paid-up Equity capital and free reserves of the Company as per the latest audiced standalone and consolidated financial statements of the Company as at March 31, 2025.
- (xiii) the maximum number of Shares proposed to be purchased under the Buyback i.e. up to 5,80,000 (Five Lakh and Eighty Thousand only) Equity Shares which does not exceed 10% of the total number of Shares in the paid-up Equity capital as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025;
- (xiv) the Company shall not make any offer of Buyback within a period of one year reckoned from the date of expiry of Buyback period;

- (xv) the Company shall not withdraw the Buyback offer after the public announcement of the offer of the Buyback is made;
- of the offer of the Buyback is made:

  (xvi) there has been no pending scheme of amalgamation or compromise or arrangement pursuant to provisions of the Companies Act, 2013, as amended ("Companies Act,") except a merger scheme which was approved by the shareholder on June 16, 2025 to merge a subsidiary Company namely Nurreac Tachnologies Private Limited and the same is pending before NCLT. The company has filed an application vide letter dated September 04, 2025 with SEBI ("Applications seeking exemption from the strict enforcement by the SEBI ("Applications seeking exemption from the strict enforcement of youther SEBI ("Applications of Compromise or Arrangement privated to provisions of the Companies Act. SEBI vide its letter dated Coctober 16, 2025, granted relaxation from the strict enforcement of Regulation 24(i) of the BuyBack Regulations, thereby permitting the Company to undertake the proposed buyback notwithstanding the pendency of the sald Scheme or its approval.

  (xvii) The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up Equity Share capital and free reserves of the standalone and consolidated financial statements of the Company shall not be more than twice the paid-up Equity Share capital and free reserves of the standalone and consolidated financial statements of the Company shall not be more than twice the paid-up Equity Share capital and free reserves of the Standalone and consolidated financial statements of the Company share the Subschool.
- Company after the Buyback;
- (xviii) that the Company shall not directly or indirectly purchase its own Equity Shares through any subsidiary company including its own subsidiary companies or through any investment company or group of investment companies.
- (xix) the Company shall earmark and make arrangements for adequate sources of funds for the purpose of the Buyback in accordance with the Buyback
- (xx) the Buyback will not result in delisting of the Equity Shares of the Company from BSE Limited and National Stock Exchange of India Limited;
- (xxi) the Company shall ensure consequent reduction of its share capital post Buyback and the equity shares bought back by the Company will be extinguished and physically destroyed (if applicable) in the manner prescribed under the Buyback Regulations and the Act within 7 (seven) days of the expiry of buyback period;
- of buyback period;

  (xxii) as per Regulation 24(l/e) of the Buyback Regulations, the Promoter and members of Promoter Group, and / or their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the Slock Exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoter and members of promoter group) from the date of passing the resolution of the Board of Directors till the closure of the date of passing the resolution of the Board of Directors till the closure of the upstrack, other than participation in the Buyback;

  (xxiii) post Buyback, if Promoters and members of Promoter Group shareholding is anticipated to exceed the threshold resulting in fall in minimum public shareholding requirements as specified in Regulation 38 of the SEBI Listing Regulations, then the Promoters and members of Promoter Group shall ensure the compliance with the requirement of minimum public shareholding the compliance with the requirement of minimum public shareholding the compliance with the requirement of minimum public shareholding to the compliance with the requirement of minimum public shareholding to the compliance with the requirement of minimum public shareholding the compliance with the requirement of minimum public shareholding to the compliance with the requirement of minimum public shareholding the compliance with the requirement of minimum public shareholding the compliance with the supplication of minimum public shareholding the compliance with the supplication of minimum public shareholding the supplication of the sup
- (xxi) that covenants in relation to financing arrangements/borrowings with lenders are not being breached pursuant to the Buyback and accordingly prior consent of such lenders in terms of Regulation 5(i)(c) and Schedule 1(xii) of the Buyback Regulations is not required; (xxx) the Company shall not utilize any money borrowed from banks or financial institutions for the purpose of buying back its shares; and
- (xxvi) the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the Buyback Regulations and any other analysis the law.

### CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

- The Board hereby confirms that it has not accepted any deposits either before or after applicability of the Act. Further, the Board confirms that there are no defaults subsisting in the redemption of debentures or interest payment thereon or redemption of preference Shares or payment of dividend due to any shareholder, or repayment of term loans or interest payable thereon to any financial institution or banking Companies
- Companies.

  As required by clause(x) of Schedule I in accordance with Regulation 5(iv)(b) of the Buyback Regulations, the Board has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed an opinion that:
  - Immediately following the date of the Board Meeting held on November 28, 2025 at which the Buyback of the Equity Shares was approved, there are no grounds on which the Company can be found unable to pay its debts;
  - grounds on which the Company can be found unable to pay its debts;
    As regards the Company's prospects for the year immediately following the date of the board meeting approving the Buyback held on November 28, 2005 as well as for the year immediately following the date of passing of the board's resolution and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the board meeting approving the Buyback; and
  - In forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankrupky Code, 2016, as amended.

### REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated November 28, 2025, received from Singhi & Co, Chartered Accountants, the Company's Statutory Auditors, addressed to the Board of Directors of the Company is reproduced below:

Independent Auditor's Report on the proposed buyback of equity shares pursuant to the requirements of Schedule I to the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended.

The Board of Directors Nureca Limited Office Number 101 1st Floor Udyog Bhavan Sonawala Lane, Goregaon East, Mumbai Maharashtra – 400063, India

- This Report is issued to Nureca Limited (hereinafter the "Company") in connection with their proposed buyback of equity shares, in accordance with our engagement letter dated November 07, 2025.
- telleter dated November 07, 2025.

  The Board of Directors of the Company (hereinafter the "Board of Directors") has prepared the accompanying Annexure A. Statement of permissible capital payment as on March 31, 2025 (the "Statement") pursuant to the proposed buyback of equity shares approved by the Board of Directors of the Company in their meeting held on November 28, 2025, in accordance with the provisions of sections 86, 89 areas of the properties Act, 2015, as employed and the rules made thereunder, as amond (Bouy-Back of Securities) Regulations, 2018, as amended (the "SEB Buyback Regulations"). The Statement contains the computation of amount of permissible capital payment towards buyback of equity shares in accordance with the requirements of Section 86(2(b)) (or well with the provise to Section 86(2(b)) of the SEB Buyback Regulations, as amended and based on the latest audited standalone financial statements and the audited consolidated financial statements and the company for the year ended March 31, 2025. We have initiated the Statement for identification purposes only.

### Board of Directors Responsibility for the Statement

- To rorectors responsibility for the statement in accordance with the requirements of section 68(2)(b)(i) read with the proviso to Section 68(2)(b) of the Companies Act and ensuring compliance with the SESI Buyback Regulations, as amended is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors is also responsible to make a full inquiry into the affairs and The board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of board meeting approving the buyback of its equity shares i.e., November 28, 2025 (fereinafter referred as the "date of the Board meeting") and will not be rendered insolvent within a period of one year from the date of the board meeting, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016, as amended.

- Pursuant to the requirements of the SEBI Buyback Regulations, as amended it is our responsibility to provide reasonable assurance on whether:
- Whether we have inquired into the state of affairs of the Company
- Whether the amount of capital payment for the buyback, as stated in the Statement, has been properly determined and is within the permissible limit and computed in accordance with the provisions of Section 68 of the Companies Act, Regulation 4(i), the provision of Section 68 of the Companies Act, Regulation 4(ii), the provision to Regulation 5(i)(b) of the SEBI Buyback Regulations;
- Whether the Board of Directors of the Company, in its meeting dated November 28, 2025, has formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having 5.3.

- regard to its state of affairs, be rendered insolvent within a period of one year from the date of the Board meeting.
- The audited standalone and consolidated financial statements referred to in paragraph 2 above, for financial year 2024-25 have been audited by Mis B S R & Co. LLP, Charlered Accountants (Firm's Registration No.:101248/WWH.00022) on which an unmodified audit opinion vide report dated May 5, 2025 were issued. Audit of standalone and consolidated financial statements were conducted in accordance with standardine and consolidated inflancial statements were obtained in conceived in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the institute of Chartered Accountants of India. Those Standards require that auditors plan and perform audit to obtain reasonable assurance about whether the standards and consolidated financial statements are free of material misstatement.
- standardine and consolidate infancial scientification are need in inactional insistatement. We conducted our examination of the Statement in accordance with the "Guidance Note on Reports or Certificates for Special Purposes" ("Guidance Note"), issued by ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have compiled with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the matters as methoned in this paragraph below. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the matters mentioned in this paragraph 10 below. We have performed the following procedures in relation to the matters. entioned in this paragraph 10 below:
- Inquired into the state of affairs of the Company in relation to the audited standalone financial statements or the audited consolidated financial statements of the Company financial statements or the audited c for the year ended March 31, 2025;
- Performed inquiry with the management in relation to the unaudited financial results for the six months period ended September 30, 2025;
- Examined authorisation for buyback from the Articles of Association of the Company
- Agreed the amounts of paid-up equity share capital, securities premium account, general reserve and retained earnings as at March 31, 2025 as disclosed in the accompanying Statement, with the audited standalone financial statements and the audited consolidated financial statements of the Company for the year ended March audited of 31, 2025
- Examined that the ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback shall not be more than twice its paid-up capital and free reserves based on both, the audited standaione financial statements and the audited consolidated financial statements of the Company as on March 31, 2025.
- Examined that all the shares for buy-back are fully paid-up;
- Examined that the Company has not availed any borrowings to discharg obligations under the Buyback;
- Examined that the amount of capital payment for the buyback as detailed in the Statement is within the permissible limit computed in accordance with section 68(2) (b)(i) read with the proviso to Section 68(2)(b) of the Companies Act, Regulation 4(iv) and the proviso to Regulation 5(i)(b) of the SEBI Buyback Regulations;
- Inquired if the Board of Directors of the Company, in its meeting held on November 28, 2025 has formed the opinion as specified in Clause (x) of Schedule I to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of the Board meeting:
- 9.10. Examined Director's declarations in respect of the Buyback and solvency of the Company; and

### Opinion

- Based on inquiries conducted and our examination as above, and according to information and explanations provided to us by the management of the Company report that:
- We have inquired into the state of affairs of the Company in relation to: (i) the latest audited standalone financial statements or the audited consolidated financial statements of the Company for the year ended March 31, 2025; and (ii) the statement of unaudited financial results for the six months period September 30, 2025;
- 10.2. The permissible capital payment towards buyback of equity shares, as stated in the Statement, is in our view properly determined in accordance with Section 88(2)(b) read with the proviso to Section 88(2)(b) of the Companies Act, Regulation 4(v) and the proviso to Regulation 4(v) and the proviso to Regulation 4(v) and the proviso to Regulation 5(t)(b) of the SEBI Buyback Regulations, based on the audiled standation francial statements and the audiled consolidated financial statements of the Company for the year ended March 31, 2025; and
- 10.3. The Board of Directors, in their meeting held on November 28, 2025 have formed the opinion, as specified in clause (x) of Schedule I of the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of Board meeting and we are not aware of anything to indicate that the opinion expressed by the directors in the declaration as to any of the matters mentioned in the declaration of insolvency is unreasonable in the circumstances as of the date of declaration.

### striction on Use

- triction on Use

  This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and for onward submission to Metoom Capital Markets Limited, (hereinafter referred to as the "Manager to the Buyback") and to include this report, pursuant to the requirements of the SEBI Buyback Regulations, in the public announcement to be made to the shareholders of the Company and other documents pertaining to the Buyback to be filed with the Regulations, Securities and Exchange Board Buyback to Settle with the Regulations, Securities and Exchange Board to the SEBI Buyback Regulations, purpose, Securities and Exchange Board Settle Settle Securities and Securities and Exchange Board Settle Securities and Securities and Exchange Board Settle Securities and Securities and
- 12. This report can be relied on by the Manager to the Buyback and the legal counsel in relation to the Buyback.

For Singhi & Co. Chartered Accountants Firm Reg. No. 302049E

Bimal Kumar Sipani Partner Membership No. 088926 UDIN: 25088926BMJHRQ7134

### ANNEXURE A - STATEMENT OF PERMISSIBLE CAPITAL PAYMENT

ANNEAURE A - STALEMENT OF PERMISSIBLE CAPITAL PAYMENT
Computation of amount of permissible capital payment towards buyback of equity shares
of Nurea Limited in accordance with Regulation 4(i) read with proviso of Regulation 5(i) of the Securities and Exchange Board of India (Buy-Beck of Securities) Regulations
2018 and Section 68(2)(b)(i) of the Companies Act, 2013, as amended based on both the
audited standalone financial statements and the audited consolidated financial statements
as at March 31, 2025:

	Particulars	Standalone	Consolidated
A.	Paid-up Equity Share Capital (10,000,175 equity shares of ₹ 10/- each fully paid up)	100.00	100.00
В.	Free Reserves		
	Securities premium account	987.79	987.79
	Surplus in statements of profit and loss	849.97	868.20
Tot	al Free Reserves	1,837.76	1,855.99
	al of Paid-up Equity Share Capital and Free serves (A+B)	1,937.76	1,955.99
und am Buy	ximum amount permissible for buyback ler Section 68 of the Companies Act, as ended read with Regulation 4(i) of the SEBI yback Regulations (25% of the total paid-up lity capital and free reserves)	484.44	489.00
of res of (b)	posed capital payment restricted to 10% the total paid-up equity capital and free erves under proviso to Section 68(2)(b)(i) the Act and the proviso to Regulation 5(i) of the SEBI Buyback Regulation within the wers of the Board of Directors	193.78	195.60

powers on the board to Directions.

Free reserves as defined in Section 2(43) of the Companies Act, 2013 read along with Explanation II provided in Section 68 of the Companies Act, 2013, as amended. Note: The amounts have been extracted from the audited standation and consolidated financial statements of the Company as at and for the year ended March 31, 2025.

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For and on behalf of Nureca Limited

Sd/-Saurabh Goyal Managing Director Aryan Goyal Whole-time Director & CEO

DIN: 00136037 Date: November 28, 2025

DIN: 00002869 Date: November 28, 2025

- 11 RECORD DATE, OFFER PERIOD AND SHAREHOLDERS ENTITLEMENT
- As required under the Buyback Regulations, the Company has fixed December 12, 2025 as the record date (the "Record Date") for the purpose of determining the Buyback entitlement and the names of the Eligible Shareholders, who will be eligible to participate in the Buyback Offer. The tender period for the Buyback offer will be participated in the Buyback offer with the property of the Buyback offer will be provided by the property of the Buyback offer will be provided by the Buyback of the
- December 24, 2025 ("Tendoring Period").

  12. As per the Buyback Regulations and such other circulars or notifications, as may be applicable, in due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback (Fucter of Offer) along with a tender offer form indicating the entitlement of the Eligible Shareholder foor participating in the Buyback. Event if the Eligible Shareholder foos not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.

  13. As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode in accordance with the provisions of the Companies Act, within 2 (two) working days from the Record Date and that in the case of receipt of a request from any Eligible Shareholder to receive a copy of the Letter of Offer in physical from the same of stable to moving the companies and the provisions of the Companies Act.
- physical form, the same shall be provided.
- The Equity Shares proposed to be brought back by the Company, as a part of Buyback is divided into two categories and the entitlement of a shareholder in each category will be calculated; accordingly,
  - yeary win be Gouchaeth, accordingly, reserved category for Small Shareholders (defined under Regulation 2()(n) of the Buyback Regulations as a shareholder, who holds shares or other specified securities whose market value, or in the basis of closing price on the recognized stock exchange registering the highest trading votume, as on Record Date, is not more than #2.00.000-(inchange registering the highest preserved than the property of the pr
  - the general category for all other shareholders.
- In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of Equity Shares which Company proposes to buyback or number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.
- higher, shall be reserved for the Small Shareholders as part of this Buyback. It is a Based on the holding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. The final number of Equity Shares the Company will purchase from each Eligible Shareholders will be based on the total number of Equity Shares tendered. Accordingly, in the event of the overall response to the tender offer being in excess of the Buyback Offer Size, the Company may not purchase all the Equity Shares tendered by the Eligible Shareholders, over and above their entitlement.
- all the Equity Shares tendered by the Eligible Shareholders, over and above their entitlement.

  In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same Eligible Shareholders with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Company will club together the Equity Shares held by such Eligible Shareholders with a common permanent account number (PAN) for determining the category (Small Shareholders or General) and entitlement under the Buyback. In case of Eligible Shareholders in stareholders, it is identical shall be dubbed together. In case of Eligible Shareholders atherabiders is identical shall be dubbed together. In case of Eligible Shareholders hareholders is identical shall be dubbed together. In case of Eligible Shareholders and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and olub together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors like mutual funds, insurance companies, foreign institutional investors like mutual funds, insurance companies, foreign institutional investors like mutual funds will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar to the Buyback (defined below) as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of 'dearing members' or 'corporate body margin account' or 'corporate bedy margin account' or 'corporat
- After accepting the Equity Shares tendered on the basis of the entitlement, the Equity Shares left to be bought back, if any in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by the Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in other category.
- Shareholders who have tendered over and above their other instillenent in other category. Eligible Shareholders participation in the Buyback is voluntary. Eligible Shareholders may choose to participate, in part or in full, and receive cash in file of the Equity Shares accepted under the Buyback or they may choose not to participate and enjoy a resultant increase in their percentages shareholding, post Buyback, without any additional investment. Eligible Shareholders may also tender a part of their Buyback entitlement and graditional Equity Shares (over and above their Buyback entitlement) and participate in the shortfall acceptance of any Equity Shares (over and above their Buyback entitlement) and participate in the shortfall acceptance of any Equity Shares (over and above their Buyback entitlement) and participate in the shortfall acceptance of any Equity Shares tendered in except of the Buyback Entitlement by the Eligible Shareholder shall be in terms of procedure outlined herein. In case any Eligible Shareholder cannot participate in the Buyback Offer for any reason, the Company and the Manager to the Buyback and their officers shall not be illable in any manner for such non-participation.
- To The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by such Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account as on the Record Date.
- 11.1 The Equity Shares heder da sper the entitlement by Eligible Shareholders as well as additional Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedures laid down in Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, BuyBack and Dollslarigh rollfied under the SEBI Circulars. Eligible Shareholders will receive a Letter of Offer along with a Busback-Offer form indicating their respective entitlement for participating in the Participation.
- Buyback.

  Zebalied instructions for participation in the Buyback (Tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of offer which, along with the tender offer form, will be sent in due course to the Eligible Shareholders as on Record Date. However, on receipt of a request by Registrar to the Buyback or the Buyback or seceiva ecopy of Letter of Offer in physical format from such Eligible Shareholder (to whom Letter of Offer and tender form were remained), the same shall be sent physically.

  PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK.

- The Buyback is open to all Eligible Shareholders holding Equity Shares of the Company either in physical form ("Physical Shares") and/or in dematerialized form ("Demat Shares") as on the Record Date as per the records made available to the Company by the Depositories/registrar.
- 2.2. The Buyback shall be implemented using the "Mechanism for acquisition of Shares through Stock Exchange" as specified by the SEBI Circulars and in accordance with the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorize to complete the formatiles of buyback) and on such terms and conditions as may be permitted by law from time to time.
- permitted by law from time to time.

  For Implementation of the Buyback, the Company has appointed Mefcorn Securities
  Limited as the registered broker to the Company ("Company's Broker") to facilitate
  the process of lendering of Equity Shares through the stock exchange mechanism
  for the Buyback and through whom the purchases and settlements on account of the
  Buyback would be made by the Company. The Contact details of Company's Broker
  are as follows:

### Mefcom Securities Limited Address: 5th Floor, 77, Sanchi Building, Nehru Place, New Delhi -110019, Delhi, India.

Contact Person: Mr. Harshpal Singh Negi Tel No.: +91 11 4650 0500

Email Id: secretarial@mefcom.in / invest@mefcom.in Investor Grievance ID: investor

Website: www.mefcom.in SEBI Registration No: INZ000252932

Corporate Identity Number: U67120DL1977PLC008476

- 12.4 The Company will request the NSE to provide the separate Acquisition Window (the "Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to bender Equity Shares in the Buyback. For the purpose of this Buyback, NSE would be the designated stock exchange (\*) The selgrated Stock Exchange(\*). The details of the Acquisition Window will be as specified by the NSE from time to
- time. In the event the Stock Brokers of any Eligible Shareholder are not registered with the Stock Exchange(s) as a trading member stockbroker, then that Eligible Shareholder can approach any Stock Exchange-registered stock broker and can register himself by using web based unique client code application (UCI online) facility through that registered stock broker (after submitting all details as may be required by such

Shareholders are unable to register using UCI online facility through any other registered stock broker, Eligible Shareholders may approach the Company's Broker to place their bits, subject to completion of 'know your customer' requirements as required by the Company's Broker.

- 1.2.6 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition window by Eligible Shareholders through their respective stock brokers ("Shareholder Broker") during normal trading hours of the secondary market. The Shareholder Broker can enter orders for Demat Shares as well as Physical Shares.
- 17. Further, the Company will not accept Equity Shares tendered for Buyback which are under any restraint order of the court' any competent authority for transfer sale and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise
- The reporting requirements for Non-Resident Shareholders under the Foreign Exchange Management Act, 1999 and any other rules, regulations, guidelines, for remitiations of funds, shall be made by the Eligible Shareholder and/or the Shareholde Broker through which the Eligible Shareholder places the bid.
- 12.9 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance.
- The website of the Stock Exchange(s) shall display only confirmed bids and accordingly, the cumulative quantity tendered shall be made available on the website of the Stock Exchange(s) throughout the trading session and will be updated at specific intervals during the tendering period.

### 12.11 Procedures to be followed by Eligible Shareholders holding Equity Shares in the dematerialized form.

- Eligible Shareholders holding Demat Shares who desire to tender their Demat Shares in the electronic form under the Buyback would have to do so through their respective Stock Broker(s) by indicating to the concerned Stock Broker(s), the details of Equity Shares they intend to tender under the Buyback.
- the details of Equity Shares they intend to tender under the Buyback. The Slock Broker(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Demat Shares in the Buyback Lising the Acquisition Window of the Slock Exchange(s). For further deptack Ising the Acquisition Window of the Slock Exchange(s). For further details. Eligible Shareholders may refer to the circulars Issued by the Slock Exchanges and cladan Clearing Corporation United or the National Clearing Limited (formerly National Securities Clearing Corporation United) (\*Clearing Corporations\*). The details of the settlement number under which the lien shall be marked on the Equity Shares lendered for the Buyback will be provided in a separate circular to be issued by the Stock Exchanges and/or the Clearing Corporation. The lien shall be marked in the demat account of the Eligible Shareholders sagainst the Equity Shares tendered in the Buyback. The details of such Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by the depositories to the Clearing Corporations.

- be provided by the depositories to the Clearing Corporations.

  In case, the demat account of the Eligible Shareholder is held with one depository and clearing member pool and clearing corporation account is held with other depository, the Equity Shares tendered under the Buyback shall be blocked in the Eligible Shareholder's demat account at the source depository, but the strength of the strengt
- The details of special account shall be informed in the issue opening circular that will be issued by the Stock Exchange(s) or the Clearing Corporation.
- The Visit of the Visit of Visi
- order shall be sent to the custodian again for contimitation. Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip ("TRS") generated by the stock exchange bidding system to the Eligible Shareholders on whose behalf the order/bid has been placed. TRS will contain the details of order submitted like bid ID Number, Application Number, DP ID, Client ID, Number of Equity Shares tendered etc.
- In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares or after a receipt of the demat equity shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.
- shall be deemed to have been accepted. Eligible Shareholders will have to ensure that they keep the depository participant account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to pro-rated Bulpsock decided by Company, Further, Eligible Shareholders will have to ensure that they keep the saving account attached with the depository participant account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any Equity Shares are incodered to Clearing Corporation, excess dematerialized Equity Shares or unaccepted dematerialized Equity Share if any Lendered by the Eligible Shareholders would be returned to them by the respective Clearing Corporation. If the socurilies transfer instruction is rejected in the depository system, due to any issue, then such securities will be transferred to the Stock Broker's depository pool account for orward transfer to the Eligible Shareholder. On the date of the settlement, in case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares or gray, will be returned to the respective custodian depository pool account for the date of the settlement, in case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares or large, will be returned to the respective custodian depository pool account.
- respective custodian depository pool account. Eligible Shareholders who have tendered their dematerialized shares in the Buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not be limited to): (i) duy attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form; (ii) duyl attested death certificate and succession certificate legal heinship certificate, in case any Eligible Shareholder is deceased, and (iii) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolutions).
- (including board and/or general meeting resolutions). In case the Equity Shares are held on repatriation basis, the Eligible Shareholder, being a Non-Resident Shareholder, should obtain and enclose a letter from its authorized dealer/ bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by such Eligible Shareholder, from the appropriate account as specified by RBI on its approval. In case the Eligible Shareholder, being a Non-Resident Shareholder, is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis, and in that case, the Eligible Shareholder shall submit a consent letter addressed to the Company, allowing the Company to

make the payment on a non- repatriation basis in respect of the valid Equity Share accepted under the Buyback.

# Procedures to be followed by Eligible Shareholders holding Equity Shares in the physical form.

- cedures to be followed by Eligible Shareholders holding Equity Shares in physical form.

  In accordance with the SEBI circular no, SEBI/HO/CFD/CMD/ID/CIR/P/2020/144 dated July 31, 2020 the physical shareholders are allowed to tender their shares in the Buyback. However, such tendering shall be as per the provisions of the Buyback Regulations.

  Eligible Shareholders who are holding Physical Shares and intend to participate in the Buyback will be required to approach their respective Shock Broker along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (i) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share corfictacles) of face value of ₹10/- each, (iii) valid share transfer form(s)/Form SH-4 duly winessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self- attested copy of PAN Card(s) of all Eligible Shareholders (v) any other relevant documents such as power of attorney, copprate authorization (including board resolution/specimen signatures, recompany) and the register of the company is an experiment such as power of attorney, copporate authorization (including board resolution/specimen signature), notatized copy (v) any other relevant documents such as power of attorney, copporate authorization (including board resolution/specimen signature), notatized copy attached or so the sundergone a change from the address registered in the register of members of the Company, the Eligible Shareholder is a undergone a change from the address of the Eligible Shareholder has undergone a change from the address of passent. He register of members of the Company, the Eligible Shareholder is obtained as the register of members of the Company, the Eligible Shareholder has undergone a change from the address of passent.
- Any Stock Broker/Eligible Shareholder who places a bid for Physical Shares, is Any Stock Broker/Eligible Shareholder who places a bit dor Physical Shares, is required to deliver the original share certificate(s) & documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered poxis, speed post or courier or hand delivery to the Registrar to the Buyback I.e. Alarikit Assignments Limited (at the address mentioned at paragraph 14 below) on or before the buyback disorging date. The envelope should be super scribed as Nurreca Limited — Buyback at 2025. One copy of the TRS will be retained by Registrar to the Buyback and Ivel Irrovice case of hand delivery.
- case of hand delivery.

  The Eligible Shareholders holding Physical Shares should note that Physical Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the Physical Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids' and displayed on the respective website of the Stock Exchange(s).

  In case any Flinible Sharbdook has not such as the such as th
- Examingues). In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- period or the suppace.

  The unregistered shareholders holding physical shares may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of his PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any
- purchased shares and other relevant documents as required for transfer, if any, in case the Equity Shares are held on repatistion basis, the Eligible Shareholder, being a Non-Resident Shareholder, should obtain and enclose a letter from its authorized dealer/ bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by such Eligible Shareholder, from the appropriate account as specified by RBI on its approval. In case the Eligible Shareholder, being a Non-Resident Shareholder, is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis, and in that case, the Eligible Shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity Share accepted under the Buyaback.
- If any of the above stated documents (as applicable) are not enclosed along with the tender form, the Equity shares tendered by Eligible Shareholders, being Non-Resident Shareholders, under the Buyback are liable to be rejected.

Upon finalization of the basis of acceptance as per Buyback Regulations

- Intellization of the basis of acceptance as per Buyback Kegulations:

  The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market and as intimated by the Clearing Corporation from time to time and in compliance with the SEBI Circular.

  Details in respect of shareholder's entitlement for the Buyback shall be provided to Clearing Corporation by Company / Registrar to Buyback. On recipion of the same, the Clearing Corporation will cancel excess or unaccepted blocked Equity Shares in the demat account of the shareholder. On settlement date, all blocked Equity Shares in the demat account of the shareholder. On settlement date, all blocked Equity Shares in the demat account of the shareholder. On settlement date, all blocked Equity Shares in the demat account of the shareholder. On settlement date, all Clearing Corporation
- Clearing Corporation.

  The Company will transfer the consideration pertaining to the Buyback (net of tax deducted at source) to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank account, as per the secondary market mechanism, as per the prescribed schedule. For Demat the secondary market mechanism, as per the prescribed schedule. For Demat deficient of the Supplex of the Clearing Corporation will make direct funds pay-out to the respective eligible shareholder's bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India(ReJIV) Eligible Shareholder's bank count details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India(ReJIV) Eligible Shareholder's bank, use to any reason, then such funds will be transferred to the concerned Shareholder brokers' settlement bank account for onward transfer to the such Eligible Shareholders holding equity in dematerialized form.
- For the Eligible Shareholders holding Equity Shares in physical form, the funds apyout would be given to their respective Shareholder Brokers' settlement account for releasing the same to the respective Eligible Shareholder's account.
- account for releasing the same to the respective Eligible Shareholder's account. The Equity Shares bought back in the demat form would be transferred directly to the demat account of the Company opened for the Buyback (Company Demat Account) provided it is indicated by the Company's Broker or it will be transferred by the Company's broker to the Company Demat Account on recept of Equity Shares from the clearing and settlement mechanism of the Designated Stock Exchange.
- The Eligible Shareholders will have to ensure that they keep the depository

- participant ("DP") account active. Further, Eligible Shareholders will have to ensure that they keep the saving account attached with the DP account active and updated to receive credit remittance due to acceptance of Equity Shares tendered by them
- Upon finalization of the entitlement, only accepted quantity of equity shares shall be debited from the demat account of the eligible shareholders. In case of unaccepted cematerialised Germaterialised Cher Shares, if any, tendered by the Eligible Shareholders, the lieu marked against unaccepted equity shares shall be released by the Clearing Corporation, as part of the exchange payout process.
- Any excess physical Equity Shares pursuant to proportionate acceptance/ rejection will be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share conflictate and issue new consolidated share certificate for the unexception Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.
- In case of certain Eligible Shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payout including those prescribed by the RB) who do not opt to settle through castediars, the those prescribed by the RB) who do not opt to settle through castediars, the settlement accounts for releasing the same to such shareholder's account.
- The Shareholder Broker would issue contract note to the Eligible Shareholders tendering Equity Shares in the Buyback. The Company's Broker would also issue a contract note to the Eligible Shareholders tendering Equity Shares in the Buyback. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- Buyback.

  Eligible Shareholders who intend to participate in the Buyback should consult their respective Shareholder Broker for any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Shareholder Broker upon the Eligible Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders. charges and shareholders.
- The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and in compliance with the procedure prescribed in the Buyback

### COMPLIANCE OFFICER

The Company has appointed Ms. Nishu Kansal, Company Secretary and Compliance Officer of the Company, Investor may contact the Compliance Officer of the Company in Company Contact the Compliance Officer for any draffications or to address their grievances, if any, during office hours i.e.1,00 a.m. to 5.00 p.m. (IST) on any day except Saturday, Sunday and public holidays, at the following address:

the following address:
Ms. Nishu Kansya.
Company Secretary and Compliance Officer
Nurcea Limited
Office No. 101, 1st Floor, Udyog Bhawan, Sonawala Lane,
Gorgagan (East), Mumbal – 400 063, Maharashtra, India
Tel No.: +91 22 4961 6173

Email: cs@nureca.com | Website:www.nureca.com

### REGISTRAR TO THE BUYBACK/ INVESTOR SERVICE CENTRE

In case of any query, the shareholders may contact to Alankit Assignments Limited, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday, Sunday and public holidays between 10.00 a.m. to 5.00 p.m. (IST) at the following address:

# Clankit

Alankit Assignments Limited
Alankit House, 4E/2, Jhandewalan Extension, New Delhi 110 055, India
Tel No.: 011-4254-12966/952

Tel No.: 011-4254-12966/952

Fac No.: +91-114254 1201, +91-11-2355 2001

Email Id: rha@alankit.com

Website: https://www.alankit.com/group-company/alankit-assignments-limited
Investor Grievance E-mail: nurecabuyback@alankit.com

Contact Person. Jagdeep Kumar Singla

SEBI Registration No: INR000002532

Validity Period: Permanent

Corporate Identity Number: U74210DL1991PLC042569

MANAGEP TO THE BINEACK

MANAGER TO THE BUYBACK

### any has appointed following as Manager to the Buyback:



Mefcom Capital Markets Limited
G-III, Dalamal House, Jamnalal Bajaj Marg,
Nariman Point, Mumbai – 400021, Maharashtra, India.
Tel No.: 91 22 3522 7026
Contact Person: Mr. Janil Jain

Email Id: ianil.iain@mefcomcap.in

Investor Grievance E-mail: investor.grievance@mefcom.in

Website: www.mefcomcap.in SEBI Registration No: INM000000016

Corporate Identity Number: L74899DL1985PLC019749

### DIRECTORS' RESPONSIBILITY

DIRECTOR'S RESPONSIBILITY
As per Regulation 24(t)(a) of the Buyback Regulations, the Board of Directors accepts full responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirms that the information in such documents contains and will contain true, factual and material information and does not and will not contain any misleading information. This Public Announcement is issued under the authority of the Buyback Committee in terms of the resolution dated November 28, 2025.

### For and on behalf of the Board of Directors of Nureca Limited

Sd/-Sd/-Aryan Goyal Whole Time Director Nishu Kansal Managing Director Company Secretary and Compliance Officer DIN: 00002869 Membership No: A33372 DIN: 00136037

Date: December 01, 2025



VINYL CHEMICALS (INDIA) LIMITED CIN: L24100MH1986PLC039937

Regd. Office: Regent Chambers, 7th Floor, Jamnalal Bajaj Marg,
20, Nariman Point, Mumbai 400 021.

Tel: 22822708/09828000; Website: www.rnyichemicals.com

# NOTICE FOR SPECIAL WINDOW FOR RE-LODEGMENT OF TRANSFER REQUEST OF PHYSICAL SHARES

TRANSPER REQUEST OF PRISINAL STRAKES
PURSUANT OS ESBI circular no. SEBI/HOMIRSO-PoD/P/
CIR/2025/97 dated 2° July, 2025, all Shareholders are hereby informed that a special window is being opened for a period of 6 months from 7° July, 2025 to 6° January, 2026 to facilitate re-lodgement of transfer deeds, which were lodged prior to the deadline of 1° April, 2019 and rejected or returned/not attended due to deficiency in the documents, or were not processed due to such other reasons.

to such other reasons.

The concerned investors are requested to re-lodge the transfer request of physical shares, to our Registrar and Transfer Agents (RTA), Mis MUPG Intime India Private Limited, Unit: Vinyl Chemicals (India) Limited, C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400083, within the above-mentioned timelines.

We urge all the relevant investor(s) to take advantage of this one-time window.

For Vinyl Chemicals (India) Limit

Place: Mumbai Date: 1st December, 2025

Aarti Falori Company Secretary FCS 8726

For Zuari Industries Limited Sd/ Yadvinder Goya Company Secretary

Electrical Departmen First Extension to Tender Notice.91 Dt. 20/11/2025

January Barbara Control of the Contr

Kolhapur Municipal Corporation, Kolhapur

Sd/-City Engineer Kolhapur Municipal Corporation



City Engineer Notice for Tender (I)

Proposed Administrative Building for solapur municipal corpol (ICCC) PHASE II

(ICCC) PHASE II

City Engineer Solapur Municipal Corporation to participate in competitive biddin process from renowned and experienced companies/contractors Propose Administrative Building for solapur municipal corporation at (ICCC) PHASE Requesting proposals for.

dministrative Bureing are solvent immediately definition of Maharashtra for detailer expuesting proposals for, tetrested bidders may contact the Government of Maharashtra for detailer ander documents hittpl://www.Mahatanders.gov.in/tenders Visit this veboil or information. Tenders should be submitted online and the last date for submission is 101/2/2025 at 1.00 PM and pre-bid meeting is 04/12/2025 Tender-ID-2025\_SMC\_1253547\_1



### CAPITAL INDIA HOME LOANS LIMITED

# POSSESSION NOTICE

Whereas the undersigned being the Authorized Officer of Capital India Home Lo CIN NO. U65990DL2017PLC322041] under the Securitization and Reconstruction issets and Enforcement of Security Interest Act 2002 ("Act") and in exercis conferred under section 13(12) and with Rule 3 of the Security Interest Enforcement [CONNO. US89900LD97PLC122941] under the Securitation and Reconstruction of Francial Agents and Self-interest of Security interest of 2002; (Prival) on an execute of possible parallel self-interest of Security interest of 2002; (Prival) on an execute of possible 2002; insend a demand notice design of 2002 and 1000 per self-interest of Self-interest (Prival) 2002; insend a demand notice being less. A (Prival) (Prival) per self-interest of Self-interest (Prival) Prival) (Prival) (Pr

1 Seven Hundred And Engine - 11 (1997) and Confidence of Sub-Section (8) of Section of the borrower is invited to provisions of Sub-Section (8) of Section - 11 (1997) and 11 (1997) and 11 (1997) and 12 (1997) and 12 (1997) and 12 (1997) and 13 (1997) and 13 (1997) and 14 (1997) and

### DESCRIPTION OF THE IMMOVABLE PROPERTY

Pot/House U.I. DNo 564830e00misolbritisSabstanet at Laif Dora Liu Jain'n Villagi Felhal Thanesar, Dist. Krurkshelter, messuring 192,085 Sq. Mira Together with Indicating bit Not United to Rights to Use and Occupy Common Ames, Facilities, Development Rights Etc. (As Applicable), And All Furnitum, Folluras, Fillings, A. United Thereits, Whiteh Bounded as Under-East; Property No. 164, West Stre-troporty No. 165, South; Property No. 165.

Authorized Officer Capital India Home Loans Limited

Date - 26-11-2025 Place - Kurukshetra