

May 23, 2024

To,
Listing/ Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

BSE CODE –524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051.
NSE CODE:AARTIIND

Dear Sir/Madam,

**Sub.: Investment in Joint Venture between
the Company and UPL Limited**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with para A and para B of part A of Schedule III of SEBI Listing Regulations, it is hereby informed that the Company has entered into a Joint Venture agreement on May 23, 2024 with UPL Limited for manufacturing and marketing of specialty chemical that has applications in multiple downstream industries.

The details as required under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-Pod1/P/CIR//2023/123 dated 13th July, 2023 are as under: -

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover, history of last 3 years turnover, etc. Industry to which the entity being acquired belongs and brief background about the entity acquired in terms of products/line of business acquired and Date of Incorporation.	Augene Chemical Private Limited (ACPL) - proposed entity for 50:50 Joint Venture between the Company and UPL Limited. Turnover – Not applicable. ACPL was incorporated on 18 May 2023, but had not undertaken any activities/business. Business/Industry - Sale, distribution and/or marketing of specialty chemicals including any other activities undertaken in relation thereto.
2	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”.	The investment by Aarti Industries Limited in ACPL will not amount to related party transactions. Promoters/promoter groups of AIL do not have any personal interest in ACPL.
3	Objects and effects 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 Joint Venture between the Company and UPL Limited is for sale and marketing of specialty chemicals having diverse downstream applications in agrochemical and paint industry. The arrangement will combine the

Sr. No.	Particulars	Details
	rationale/area of JV/Significant terms/scope.	strength of Aarti Industries Limited and UPL Limited supplying key raw materials for manufacturing of the specialty chemicals.
4	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable.
5	Indicative time period for completion of the acquisition (JV)	In approx. next 60 days from signing of the agreements.
6	Nature of consideration - whether cash consideration or share swap and details of the same. Cost of acquisition or the price at which the shares are acquired. (size of entity)	Aarti Industries Limited and UPL Limited propose to initially invest Rs. 12.50 crores each, in equity share capital of ACPL. Subsequently, over a period of about 24 months, it is proposed to invest Rs. 137.50 crores by each JV partner in one or more tranches in the form of equity capital/preference share capital/debt.
7	Percentage of shareholding / control acquired and / or number of shares acquired (JV ratio if any)	Post subscription by both Aarti Industries Limited and UPL Limited, their respective shareholdings in ACPL will be 50%:50%.
8	Country in which the acquired entity has presence and any other significant information (domestic/international)	Currently, its presence is in India only.

Kindly take the same on record.

Thanking You,

Yours faithfully,

FOR AARTI INDUSTRIES LIMITED

RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526