



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Two Star Export House

Registered Office: Office No. 3, Level 2, Centrium, Phoenix Market City,
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India, 400 070.

Email: business@thevanitycase.com, **Website:** www.hindustanfoodslimited.com

Tel. No.: +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: August 21, 2025

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
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Dear Sir /Madam,

Sub: Share Subscription Agreement for purchase of 25.07% Share Capital of Asar Green Kabadi Private Limited

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With regard to the captioned matter and in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended, please be informed that Hindustan Foods Limited ("HFL" or "the Company") has executed a Share Subscription Agreement ("SSA") and has paid the consideration on August 21, 2025 with Asar Green Kabadi Private Limited ("Asar Green") and its Promoters to acquire 24,643 Series B Compulsorily Convertible Preference Shares ("CCPS") aggregating to 25.07% Share Capital (on a fully diluted basis) of Asar Green.

The details required pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1 /P/CIR/2023/123 dated July 13, 2023, SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 in relation to the acquisition of Shares of Asar Green by the Company are set out under Annexure A.

Yours faithfully,
For HINDUSTAN FOODS LIMITED

Bankim Purohit
Company Secretary and Legal Head
ACS: 21865





Annexure A

DISCLOSURE PURSUANT TO REGULATION 30(2) READ WITH PARA A OF PART A OF SCHEDULE III OF THE LISTING REGULATIONS

Sr No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Asar Green Kabadi Private Limited is a Private Limited Company engaged in the business of waste management, scrap collection, recycling solutions, and circular economy services.</p> <p>Further details of Asar Green including size, turnover etc. has been set out under Sr. No. 10 below.</p>
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 “arms length”;	<p>The acquisition does not fall within the related party transactions.</p> <p>The Promoter/ Promoter group of the Company have no interest in the above entity.</p>
3.	Industry to which the entity being acquired belongs	Waste Management and Recycling Industry
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>The Company has entered into a Share Subscription Agreement (‘SSA’) and has paid the consideration on August 21, 2025 with Asar Green and its Promoters for the acquisition of 24,643 Series B CCPS aggregating to 25.07% of the total Share Capital (on a fully diluted basis) of Asar Green, subject to completion of the conditions precedent as set out in the SSA.</p> <p>Post completion of the transactions contemplated under the SSA, the Company shall hold 25.07% of the total Share Capital (on a fully diluted basis) of Asar Green.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
6.	Indicative time period for completion of the acquisition;	Subject to fulfilment of terms and completion of transaction the conditions precedent set out under Share Subscription Agreement (SSA), the acquisition of the Shares of Asar Green under SSA is expected to be completed by Q2 FY 2025-26.



7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	To acquire 24,643 Series B CCPS, the total consideration is Rs. 5,00,00,000/- (Rupees Five Crores Only), out of which Rs. 4,00,01,075/- (Rupees Four Crore One Thousand Seventy-Five Only) paid as a Cash consideration and the balance investment amounting to Rs. 99,98,925/- (Rupees Ninety-Nine Lakhs Ninety-Eight Thousand Nine Hundred and Twenty-Five Only) will be adjusted against the outstanding Loan provided by the Company to Asar Green.								
8.	Cost of acquisition and/or the price at which the shares are acquired;	The aggregate cost of acquisition of shares is up to Rs. 5,00,00,000/- (Rupees Five Crores Only) and subject certain completion adjustments in accordance with the terms and conditions set out in the SSA.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	The Company shall acquire 25.07% of the total Share Capital (on a fully diluted basis) of Asar Green.								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>Asar Green was incorporated on November 24, 2014 and is currently engaged in the collection, aggregation, and recycling of scrap and other recyclable waste materials, providing technology-enabled waste management and circular economy solutions.</p> <p>CIN: U74900MP2014PTC033472 Authorised Capital: Rs. 15,00,000/- Paid up Capital: Rs. 6,22,460/-</p> <p>The details of the Turnover are provided for the last 3 years are as follows:</p> <p style="text-align: right;">(Rs. in Lakhs)</p> <table border="1" data-bbox="717 1234 1308 1381"> <thead> <tr> <th>Period</th> <th>Turnover</th> </tr> </thead> <tbody> <tr> <td>2023-24</td> <td>1284.02</td> </tr> <tr> <td>2022-23</td> <td>1065.86</td> </tr> <tr> <td>2021-22</td> <td>979.29</td> </tr> </tbody> </table> <p>Countries of presence: India</p>	Period	Turnover	2023-24	1284.02	2022-23	1065.86	2021-22	979.29
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