

08 April 2025

BSE Limited
Floor 25, P.J. Towers, Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 500780

National Stock Exchange of India Limited
Exchange Plaza, 5th floor, Bandra-Kurla
Complex, Bandra (E), Mumbai - 400 051
NSE Symbol: ZUARIIND

Dear Sir/ Madam,

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”)

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, we would like to inform that Zuari Infraworld India Limited (“Zuari Infra”), a wholly-owned subsidiary of Zuari Industries Limited (‘the Company’) has entered into Binding Term Sheet with Texmaco Rail & Engineering Limited (“Texmaco”), a related party of the Company to act as Development Manager (‘DM’) to provide development management services for the overall development for mixed use development project at Texmaco’s land located at Agarpara Mouza, Barrackpore - 2 Block, 24 Parganas (North), West Bengal.

The details as required under the SEBI Listing Regulations read with SEBI Master Circular dated 11 November 2024 are enclosed herewith as Annexure.

The above information is also being made available on the website of the Company www.zuariindustries.in.

Request you to kindly take the same on records.

Thanking You.

Your faithfully,

For Zuari Industries Limited

Yadvinder Goyal
Company Secretary

Encl:- As above

Annexure
Details required under the SEBI Listing Regulations read with SEBI Master Circular
dated 11 November 2024

Sr. No.	Particulars	Description
1.	Name(s) of parties with whom the agreement is entered	Texmaco Rail & Engineering Limited ("Texmaco"), a multi-disciplinary engineering and Infrastructure Company.
2.	Purpose of entering into the agreement	Zuari Infraworld India Limited ("Zuari Infra"), a wholly-owned Subsidiary of Zuari Industries Limited ("ZIL"), has entered into Binding Term Sheet with Texmaco to act as Development Manager (DM) to provide development management services related to co-ordination and management of Project Design, Building Plan Approvals, Construction, Marketing & Sales, Brand Tie-up for retail & school, collections and handing over of the overall development of mixed use development project at Texamco's land located at Agarpara Mouza, Barrackpore - 2 Block, 24 Parganas (North), West Bengal.
3.	Size of Agreement	Projected Development management fee for Zuari Infra works out to approx. Rs. 130 Crore over a period of 10 years.
4.	Shareholding, if any, in the entity with whom the agreement is executed	Nil
5.	Significant terms of agreement	<ul style="list-style-type: none"> • Zuari Infra to act as Development Manager ("DM") to provide development management services related to co-ordination and management of Project Design, Building Plan Approvals, Construction, Marketing & Sales, Brand Tie-up for retail & school, collections and handing over of the overall development of mixed use development project at Texamco's land located at Agarpara Mouza, Barrackpore - 2 Block, 24 Parganas (North), West Bengal. • Projected Development Management fee for Zuari Infra works out to approx. Rs. 130 Crore over a period of 10 years. • The Binding Term Sheet will be valid for 6 months or until execution of the Development Management Agreement (DMA), whichever is earlier.

		<ul style="list-style-type: none"> The Developer will ensure clear and marketable title of the land, funding for the project, and compliance with applicable laws.
6.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	<p>Zuari Infra is a wholly-owned subsidiary of ZIL.</p> <p>Texmaco is a Related party of ZIL, in terms of relevant provisions of the Companies Act, 2013 as Mr. Saroj Kumar Poddar, Chairman of the ZIL is also Chairman of Texmaco and holds more than 2% of Paid-Up Share Capital of Texmaco.</p>
7.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, it is arm's length related party transaction.
8.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
9.	In case of loan agreements, details of lender/borrower, nature of the loan, total amount of loan granted/taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis;	Not Applicable
10.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	None
11.	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <ol style="list-style-type: none"> name of parties to the agreement; nature of the agreement; date of execution of the agreement; details of amendment and impact thereof or reasons of termination and impact thereof. 	Not Applicable