



NAGARJUNA AGRI-TECH LIMITED

Farm: No. 332, Aralamallige Village, Deddaballapur (Tq) Bangalore Rural Dist.
Regd Off: # 56, Nagarjuna Hills. Panjagutta, Hyderabad.

Ph; 0091-40-23357248 CIN: L01119TG1987PLC007981

June 3, 2025

The Manager
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001.

Scrip: 531832

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements Regulations, 2015)

We wish to inform you that the Meeting of Board of Directors of the Company was held today i.e. 3rd June, 2025 at Registered Office of the Company wherein the following items were considered and approved :-

1. In reference to earlier resolution passed by the Board in its meeting held on 6th March, 2025, where the Board has approved the acquisition of M/s. Kathleen Confectioners a Partnership Firm and M/s. Kathleen Food Private Limited, through acquisition of 100% shareholding in the said Company and invest an amount of upto Rs. 23 Crores, subject to approval of shareholders, as per the provisions of Section 186 of Companies Act 2013. Now the board with the mutual discussion with the parties has decided to revise the “Indicative time period for completion of the acquisition” From **On or before 3 months from the date of Announcement, i.e. (deal completion date 30-06-2025)** to **On or before 30th September, 2025** and rest of the terms and condition will remain same as intimated on March 6, 2025.
2. The Board has approved the proposal for Change Name of the Company from the Existing name “**NAGARJUNA AGRI-TECH LIMITED**” to **ZIMBA FOODS & BEVERAGES LIMITED OR ZIMBA FOODS LIMITED OR ZIMBA FOODS SPECIALITY LIMITED** or any other name as may be possible, subject to approval of Ministry of Corporate Affairs and further subject to approval of Members in the General Meeting.
3. The Board has approved the shifting the Registered Office of the Company from its existing place to a place within the local limit of the City and authorized Mr. Sumit Sengupta to do all the acts, deeds and things in relation to the said matter.
4. The Board has approved the appointment of Mr. Rajesh Shaw (DIN:- 09647878) as the Additional Director of the Company.
5. The Board take note of resignation of M/s S M V & Co. Chartered Accountants, Statutory Auditors of the Company.
6. The Board approved the appointment of M/s Agarwal Khetan & Co., Chartered Accountants (Having FRN:330044E) as the Statutory Auditors of the Company to fill the casual vacancy.



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7. The Board has decided to set up a branch Office of the Company at Unit No. 9/1, 9th Floor, Merlin Acropolis, 1858/1, Rajdanga Main Road, Kolkata-700107 to facilitate and expansion of the Business, and authorized Mrs. Rachna Suman Shaw to do all the acts, deeds and things in relation to the said matter.

The required details as per Regulation 30 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are given in the enclosed **Annexure-B, Annexure- C and Annexure D.**

Time of commencement of Meeting: 04:30 PM

Conclusion of Meeting: 06:10 PM

Kindly take the above information on records and disseminate.

Thanking you,

Yours faithfully

For NAGARJUNA AGRI-TECH LIMITED

Rachna Suman Shaw
Managing Director
DIN – 10414115



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ANNEXURE-A

<i>Sl. No.</i>	<i>Particulars</i>	<i>Details of Information</i>
a.	Name of the target entity, details in brief such as size, turnover etc.	<p>1. Kathleen Food Private Limited, having an authorized Capital of Rs. 20,00,000 and Paid-up Capital of Rs. 9,05,000 of Rs. 10/- each.</p> <p>Turnover 4,731,700.40 Net profit 1,628,480.07</p> <p>2. Kathleen Confectioners a Partnership Firm</p> <p>Turnover - 12,09,83,405/- Net loss: Rs.1,23,29,164/-</p>
b.	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".	No
c.	Industry to which the entity being acquired belongs.	Quick Service Restaurant/ Bakery Chain
d.	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).	Nagarjuna Agri Tech Limited's acquisition of <i>Kathleen Confectionery</i> , a renowned Kolkata-based bakery chain with a 40-year legacy, presents a strategic opportunity to diversify its consumer offerings and expand into the high-growth urban FMCG segment. With a well-established brand presence across 94 stores (20 company-owned and 74 franchises) , Kathleen has a strong retail network and a loyal customer base. Despite recent financial challenges, including revenue fluctuations and operational inefficiencies, its gross margins have significantly improved, indicating strong potential for profitability with enhanced operational discipline. Backed by a team of highly trained professionals with expertise in brand management, retail expansion, and operational excellence, Nagarjuna is well-positioned to revamp Kathleen's business model and scale it efficiently. Additionally, the Quick Service Restaurant (QSR) sector in India is witnessing rapid growth , driven by evolving consumer preferences and increasing demand for convenient, high-quality food options. By modernizing Kathleen's operations, enhancing product innovation, and leveraging digital sales and food delivery partnerships with quick commerce and food delivery apps, this acquisition will provide



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		Nagarjuna with a scalable business model, strengthen its foothold in the food retail industry, and drive long-term profitability.																
e.	Brief details of any governmental or regulatory approvals required for the acquisition.	None																
f.	Indicative time period for completion of the acquisition.	On or before from the date of Announcement. (Deal completion date is September 30,2025)																
g.	Nature of consideration - whether cash consideration or share swap and details of the same.	Bank transfer of consideration																
h.	Cost of acquisition or the price at which the shares are acquired.	To invest an amount upto Rs 23 Crores in one or more tranches.																
i.	Percentage of shareholding / control acquired and / or number of shares acquired.	100% of the shareholding and control to be acquired																
j.	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>Brief background about the entity acquired in terms of products /line of business acquired: Kathleen Confectioners and Kathleen Food Private Limited. is Quick Service Restaurants business started in 1978 and 1991- accordingly. The Firm & Company made wide range of products i.e. Bakeries, Dessert, Cakes, Pastry Chocolates, butterscotch Swiss roll etc.</p> <p>1. Kathleen Confectioners</p> <p>Date of incorporation: 30-12-1978 History of last 3 years turnover:</p> <table border="1"><thead><tr><th><i>Year</i></th><th><i>Amount in Rs</i></th></tr></thead><tbody><tr><td>2023-24</td><td>12,09,83,405/-</td></tr><tr><td>2022-23</td><td>13,17,15,755/-</td></tr><tr><td>2021-22</td><td>9,87,99,400/-</td></tr></tbody></table> <p>2. Kathleen Food Private Limited</p> <p>Date of incorporation: 14/06/1991 History of last 3 years turnover:</p> <table border="1"><thead><tr><th><i>Year</i></th><th><i>Amount in Rs</i></th></tr></thead><tbody><tr><td>2023-24</td><td>4,731,700.40</td></tr><tr><td>2022-23</td><td>4,656,098.16</td></tr><tr><td>2021-22</td><td>4,467,303.00</td></tr></tbody></table> <p>Other information: Not applicable</p>	<i>Year</i>	<i>Amount in Rs</i>	2023-24	12,09,83,405/-	2022-23	13,17,15,755/-	2021-22	9,87,99,400/-	<i>Year</i>	<i>Amount in Rs</i>	2023-24	4,731,700.40	2022-23	4,656,098.16	2021-22	4,467,303.00
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ANNEXURE-B

Details required under Regulation 30 of Listing Regulations read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No	Details of events that needs to be provided	Remarks
1.	Name of the Director	Rajesh Shaw
2.	Reason for Change viz. appointment resignation, removal, death or Otherwise	Appointment as Additional Director of the Company
3.	Date of appointment/ cessation (as applicable) and term of appointment	With effect from 3 rd June, 2025.
4.	Brief profile (in case of (Re-appointment))	<p>Mr. Rajesh Shaw is aged about 54 years. He is an ICWAI member and a science graduate. He has 11 years of experience working with ITC where he was a SAP FICO Manager - implementing the Finance Business process requirements and mapping them with the SAP R/3 system.</p> <p>He has also worked with reputed companies, primarily as an IT process systems professional.</p> <p>His focus has been on laying a strong digital foundation that will drive our company's growth and efficiency in the years to come. Among our key initiatives are the implementation of an SAP-based ERP system and a Distributor Management System (DMS) tailored for our sales team.</p>
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Not Applicable



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ANNEXURE-C

Details required under Regulation 30 of Listing Regulations read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No	Details of events that needs to be provided	Remarks
1.	Name of the Statutory Auditor	S M V & Co., Chartered Accountants, (Having Firm Registration No.: 015630S)
2.	Reason for Change viz. appointment resignation, removal, death or Otherwise	Resignation due to pre-occupation in other assignments.
3.	Date of appointment cessation (as applicable) and term of appointment	With effect from 5 st May, 2025.
4.	Brief profile (in case of (Re-appointment))	Not Applicable
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Not Applicable



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ANNEXURE-D

Details required under Regulation 30 of Listing Regulations read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No	Details of events that needs to be provided	Remarks
1.	Name of the Statutory Auditor	Agarwal Khetan & Co., Chartered Accountants, (Having Firm Registration No.: 330044E)
2.	Reason for Change viz.-appointment resignation, removal, death or Otherwise	Appointment
3.	Date of appointment/ cessation (as applicable) and term of appointment	With effect from 3 rd June, 2025 until the next Annual General Meeting of the Company.
4.	Brief profile (in case of (Re-appointment))	The Firm "Agarwal Khetan & Co." Chartered Accountant was set up in the mid of 2017 by CA Ritesh Agarwal and CA Kushal Khetan. They have more than 8 years of work experience in this field. The Firm has its Head Office at Asansol and Branch Office at EIILM Building, Room No.307, 3rd Floor, 6 Waterloo Street, Kolkata – 700069.
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Not Applicable