

NIRAV COMMERCIALS LIMITED

Regd. & Corporate Office : B-1, Tulsi Vihar, Dr. A. B. Road, Worli Naka, Mumbai – 400 018, India.
Tel : (91-22) 4045 7100 Fax : (91-22) 2493 6888 E-mail : nirav@associatedgroup.com

CIN : L51900MH1985PLC036668

Date: 13th February, 2026

To,
Corporate Relationship Department,
BSE Limited, Dalal Street,
Phiroze Jeejeebhoy Towers
Mumbai – 400001
Email: corp.relations@bseindia.com

Scrip Code- 512425

Sub: Outcome of Board Meeting under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) read with SEBI Circular dated November 11, 2024 (“the SEBI Circular”)

Dear Sir / Madam,

With reference to the captioned subject, this is to inform you that Board of Directors of the Company in its meeting held at the registered office of the Company on February 04, 2026 had inter-alia, considered and approved the following matters:

1. The Board of Directors of the Company has approved the Business Transfer Agreement (“BTA”) for sale / disposal of its business of manufacturing and selling of aluminium grills, doors and windows under the brand name ‘Elesar Focchi’ (“**Undertaking**”) as a going concern on a slump sale basis, to Hind Aluminium Industries Limited (Related Party) subject to the approval of the shareholders. The said transaction constitutes a Material Related Party Transaction.
2. To conduct the postal ballot to obtain shareholder’s approval to approve the sale of Undertaking under BTA and execute the Material Related Party Transaction between the Company and Hind Aluminium Industries Limited and accordingly, approved the Postal Ballot Notice for the aforesaid agenda.

The Board meeting of the Company commenced at 10:30 a.m. and concluded at 11:00 a.m.

This intimation is in connection with and in revision of the earlier intimation given by the Company on 04th February 2026.

Necessary details as prescribed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated November 11, 2024 bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 are provided under Annexure A.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Nirav Commercials Limited

Amey Borkar

Company Secretary & Compliance Officer

Encl: A/a

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Annexure-A

Disclosure in terms of the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sr No.	Particulars	Details
1	The amount and percentage of the turnover or revenue or income and networth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	The Undertaking contributes total revenue from operations of INR 9.64 crores (representing 99.16% of total revenue) and the net worth of the Undertaking is of INR 2.11 crores (representing 6.91% of total net worth) as per audited financial statements as on March 31, 2025.
2	date on which the agreement for sale has been entered into;	To be executed on or before March 31, 2026.
3	the expected date of completion of sale/disposal	The transaction is expected to be consummated on or before March 31, 2026, subject to receipt of approval from the shareholders.
4	consideration received from such sale/disposal;	Cash consideration of INR 1.25 Crores (Indian Rupees One Crore Twenty-Five Lakhs Only).
5	brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Name of Buyer - Hind Aluminium Industries Limited, having its Registered office at B-1, Tulsi Vihar, Dr. A. B. Road, Worli Naka, Mumbai - 400 018, listed on BSE Limited and is a group company, having a common promoter / promoter group. The same set of promoter shareholders hold 66.47% of the share capital of the Buyer and 51.95% of the share capital of the Company.

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6	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes, the said transaction shall be considered as a Material Related Party Transaction and shall be undertaken at arm’s length basis.
7	whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	<p>The proposed transaction is not being undertaken through a Scheme of Arrangement.</p> <p>Prior to consummating the said transaction, the Company will obtain necessary approvals under Section 180 of the Companies Act, 2013 and Regulation 37A of the LODR Regulations. Further, necessary disclosures shall be made in the Notice of Postal Ballot / General Meeting for obtaining approval of the shareholders for sale of the said Undertaking.</p>
Additional disclosure in case of a slump sale:		
8	name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.	<p>Details of Seller - Nirav Commercials Limited, having its Registered office at B-1, Tulsi Vihar, Dr. A. B. Road, Worli Naka, Mumbai - 400 018, being the related party, having common promoters and director.</p> <p>Turnover of the company as per audited financial statement as on 31st March 2025 is INR 9.73 crores.</p> <p>Details of Buyer - Hind Aluminium Industries Limited, details of which are set out in Point 5 above.</p>
9	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Please refer details specified in Point 6 above.
10	area of business of the entity(ies);	<p>The Seller is engaged in the business of manufacturing and selling of aluminium grills, doors and windows under the brand name ‘Elesar Focchi’.</p> <p>The Buyer is engaged in manufacturing of Wire Rods and Conductors and is also in the business of mining and power</p>

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		generation by setting up windmills in the State of Maharashtra and solar power plants in the State of Maharashtra, Karnataka and Rajasthan.
11	rationale for slump sale;	The rationale for divestment of the Undertaking by the Company is to monetise the Undertaking and focus on remaining business.
12	in case of cash consideration – amount or otherwise share exchange ratio;	Please refer details specified in 4 above.
13	brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Company pursuant to the transaction.