

J.R. FOODS LIMITED

CIN: L15142PY1993PLC000911

To,

18th August, 2025

The Listing Department

BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers, Dalal
Street, Fort, Mumbai-400001

Sub: Outcome of Board Meeting held on 18th August, 2025

Ref: JR FOODS LIMITED (SCRIP CODE: 530915)

Meeting Conclusion Time: 11.45 A.M.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the meeting of the Board of Directors of the Company was held at Plot No. 13, Survey No.90/1, Block No.1, Gachibowli Village, Serilingampally, Rangareddi, Hyderabad- 500032 at the corporate office of the company on Monday, 18th April, 2025 which has commenced at 10:00 A.M and concluded at 11.45 A.M. IST inter alia to consider and approve the following agenda items:

1. Took note of NCLT Order as approved by Hon'ble NCLT, Chennai Bench dated 24th July 2025.
2. To Approve the scheme of merger of M/s Datacipher Solutions Private Limited and to allot equity shares as per the valuation report, to the shareholders of Datacipher Solutions Private Limited. i.e., Mr. AMARANDHAR REDDY KOTHA and Mrs. SRIVIDHYA. KOTHA
3. Fixed Wednesday, 30th August, 2025 as Record date for determining the Members of the Company for effecting the reduction of share capital pursuant to the approved NCLT Order by the Hon'ble NCLT on 24th July 2025.
4. Approved cancellation and reduction of the Company's Equity Share Capital in accordance with the approved NCLT Order by the Hon'ble NCLT on 24th July 2025. As per the approved Order, 100% of the equity shareholding held by the existing Promoter Shareholders & Group shall stand cancelled and reduced to zero. For existing Public Shareholders, out of every 10 Equity Shares held, 9 Equity Shares shall stand cancelled and 1 Equity Share of Rs. 10/- each shall be retained without any payment. Public Shareholders holding 9 or fewer Equity shares shall have their entire shareholding extinguished without any cash compensation.

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5. Approved the allotment of 72,80,912 equity shares of ₹10/- each to the Successful Resolution Applicant group, i.e Mr. AMARANDHAR REDDY KOTHA and Others, in accordance with the approved NCLT Order by the Hon'ble NCLT on 24th July 2025.
6. Appointment of Mr. AMARANDHAR REDDY KOTHA (DIN: 07425226) as Managing Director of the Company in pursuance of Section 203 of Companies Act, 2013 for a period of 5 years. The details of Mr. AMARANDHAR REDDY KOTHA as required under Schedule III PART-A PARA A 7(b) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 is also enclosed herewith and marked as **Annexure-I**.
7. Appointment of Mr. RAJESH KUMAR MALLOUR (DIN: 08125774) as Whole time Director cum CFO of the Company pursuant to the provisions of Section 149(6), 150 and 152 of the Companies Act, 2013. The details of Mr. RAJESH KUMAR MALLOUR as required under Schedule III PART-A PARA A 7(b) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 is also enclosed herewith and marked as **Annexure-II**.
8. Appointment of Mrs. BHARGAVI MEDISETTY (DIN: 07970552) as an Independent Director of the Company pursuant to the provisions of Section 149(6), 150, 152 of the Companies Act, 2013. The details of Mrs. BHARGAVI MEDISETTY as required under Schedule III PART-A PARA A 7(b) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 is also enclosed herewith and marked as **Annexure-III**.
9. Approval for receiving unsecured loan from the Promoters and Directors of the Company.
10. Cessation of Mr. KOTHARI DINESH as Whole-time Director of the Company pursuant to the approved NCLT Order by the Hon'ble NCLT on 24th July 2025. The Disclosure of cessation of Mr. KOTHARI DINESH as required under Clause 7 of PART A PARA A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is enclosed herewith and marked as **Annexure-IV**

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- 11.** Cessation of Mr. GOPI Director of the Company pursuant to the Hon'ble NCLT, Chennai Bench vide its order dated 24th July 2025. The Disclosure of cessation of Mr. GOPI as required under Clause 7 of PARA A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated 13th July, 2023 is enclosed herewith and marked as **Annexure- V**.
- 12.** Cessation of Mrs. KAMALA as Whole time Director of the Company pursuant to the Hon'ble NCLT, Chennai Bench vide its order dated 24th July 2025. The Disclosure of cessation of Mrs. KAMALA as required under Clause 7 of PART A PARA A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated 13th July, 2023 is enclosed herewith and marked as **Annexure- VI**.
- 13.** The salient features of t the approved NCLT Order by the Hon'ble NCLT on 24th July 2025 will be intimated as a separate announcement which will have detailed information about the order.
- 14.** Opening of New Corporate office of the company at Plot No. 13, Survey No.90/1, Block No.1, Gachibowli Village, Serilingampally, Rangareddi, Hyderabad- 500032.
- 15.** Approved the reclassification for removing the old promoters' names from the list of promoters

This is for your kind information and record.

Thanking You

For J R FOODS LIMITED

Rajesh Kumar Mallour

Director & CFO

DIN : 08125774

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ANNEXURE I

**DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS
READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/2023/120 DATED JULY 11,
2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123
DATED JULY 13, 2023**

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Appointment of Mr. AMARANDHAR REDDY KOTHA as a Managing Director of the Company
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Appointment: 18 th August, 2025 Term of Appointment: For period of 5 years
3	Brief Profile	Mr. AMARANDHAR REDDY KOTHA is having 25 years of experience in leading the businesses in Information Technology, Networking and Cyber Security domains expertise with business acumen. Now serving as Director, he brings practical insight, leadership, and deep industry knowledge, making him a key asset to the company's growth.
4	Disclosure of relationships between directors (in case of appointment of a director).	NA

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5	Information as required pursuant to BSE circular with ref. no. LIST/COMP/14/2018-19 dated June 20, 2018	He is not debarred from holding the office of Director by virtue of any SEBI order or any other authority in accordance with circular dated June 20, 2018 issued by Stock Exchange.
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ANNEXURE II

DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/2023/120 DATED JULY 11, 2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Appointment of Mr. RAJESH KUMAR MALLOUR as an Whole time Director cum CFO of the Company.
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Appointment: w.e.f. 18 th April 2025 Term of Appointment: For period of 5 years
3	Brief Profile (in case of appointment)	Mr RAJESH KUMAR MALLOUR is an experienced finance leader with over two decades of expertise across financial management, strategy, and compliance.
4	Disclosure of relationships between directors (in case of appointment of a director).	There is no relation between Mr. Rajesh Kumar Mallour & other directors of the Company.
5	Information as required pursuant to BSE circular with ref. no. LIST/COMP/14/2018-19 dated June 20, 2018	He is not debarred from holding the office of Director by virtue of any SEBI order or any other authority in accordance with circular dated June 20, 2018 issued by Stock Exchange.

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ANNEXURE III

**DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS
READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/2023/120 DATED JULY 11,
2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123
DATED JULY 13, 2023**

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Appointment of Mrs. BHARGAVI MEDISETTY as an Independent Director of the Company.
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Appointment: w.e.f. 18 th April 2025 Term of Appointment: For a period of 5 Years
3	Brief Profile (in case of appointment)	Mr. BHARGAVI MEDISETTY is a Company Secretary by profession having extensive experience in providing services and consultancy in Company Law, Securities Law, Finance, POSCH Compliances and Secretarial Audits.
4	Disclosure of relationships between directors (in case of appointment of a director).	NA
5	Information as required pursuant to BSE circular with ref. no. LIST/COMP/14/2018-19 dated June 20, 2018	She is not debarred from holding the office of Director by virtue of any SEBI order or any other authority in accordance with circular dated June 20, 2018 issued by Stock Exchange.

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ANNEXURE IV

**DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS
READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/2023/120 DATED JULY 11,
2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123
DATED JULY 13, 2023**

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, resignation, removal, death or otherwise cessation,	Cessation of Mr. KOTHARI DINESH as Whole time Director of the Company.
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Cessation: w.e.f. 18 th April 2025
3	Brief Profile (in case of appointment)	NA
4	Disclosure of relationships between directors (in case of appointment of a director).	NA
5	Letter of resignation along with detailed reasons thereof	Not Applicable as the said cessation is pursuant to Order Passed by Hon'ble NCLT

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ANNEXURE V

**DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS
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2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123
DATED JULY 13, 2023**

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Cessation of Mr. GOPI as Director of the Company.
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Cessation: w.e.f. 18 th April 2025
3	Brief Profile (in case of appointment)	NA
4	Disclosure of relationships between directors (in case of appointment of a director).	NA
5	Letter of resignation along with detailed reasons thereof	Not Applicable as the said cessation is pursuant to Order Passed by Hon'ble NCLT

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ANNEXURE VI

**DETAILS REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS
READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/2023/120 DATED JULY
11, 2023 (MASTER CIRCULAR) READ WITH SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123
DATED JULY 13, 2023**

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Cessation of Mrs. KAMALA as Whole time Director of the Company.
2	Date of appointment/ cessation (as applicable) and terms of appointment	Date of Cessation: w.e.f. 18 th April 2025
3	Brief Profile (in case of appointment)	NA
4	Disclosure of relationships between directors (in case of appointment of a director).	NA
5	Letter of resignation along with detailed reasons thereof	Not Applicable as the said cessation is pursuant to Order Passed by Hon'ble NCLT