



## GENERAL GUIDANCE TO SHAREHOLDERS

1. The Hon'ble National Company Law Tribunal, Ahmedabad Bench, *vide* its Order dated March 16, 2026, sanctioned the Scheme of Arrangement between the Company and Prima Innovation Limited ("PIL") and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("**Scheme**"), providing for the demerger of the Company's Rotational Moulding Business or Roto Business (*as defined in the Scheme*) to PIL on a going concern basis and issue of equity shares by PIL to the shareholders of the Company, in consideration thereof, in accordance with the provisions of Section 2(19AA) of the Income Tax Act ("**the Act**"). The Appointed Date of the Scheme is **July 1, 2024**, and Effective Date is **March 31, 2026**.
2. In accordance with the provisions of the Scheme, PIL has allotted 1,10,00,470 equity shares in the ratio of 1 (One) fully paid-up equity share of PIL having a face value of INR 5 (Rupees Five) each for every 1 (One) fully paid-up equity share of INR 10 (Rupees Ten) each held in the Company, to the shareholders of the Company whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date (i.e., **April 17, 2026**).
3. For the purpose of determining post demerger cost of acquisition of the equity shares of the Company and the equity shares of PIL, shareholders may apportion their total cost of acquisition of the Company's shares in the following manner:

Sr. No.	Name of the Entity	% of Total Cost of Acquisition of Shares of the Company
1	Prima Plastics Limited	59.00%
2	Prima Innovation Limited	41.00%

4. It may be noted that as per Section 47(vii) of the Act, the aforesaid allotment of equity shares by PIL pursuant to the Scheme will not be regarded as transfer. Further, in terms of explanation 1(i)(g) to Section 2(42A) of the Act, the date of acquisition of the equity shares of the Company will be deemed to be the date of acquisition for the equity shares of PIL.

*Please note that this communication is merely for general guidance to the shareholders and should not be construed as a substitute for any independent opinion that shareholders may obtain. Shareholders are advised to consult their own consultants / tax advisors to understand specific tax implications in their respective cases. The Company takes no express or implied liability in relation to this guidance.*

