



## Fermenta Biotech Limited

CIN: L99999MH1951PLC008485

Regd. Office: A - 1501, Thane One, DIL Complex, Ghodbunder Road,  
Majiwade, Thane (W) - 400 610, Maharashtra, India.

Tel. : +91-22-6798 0888 Email : info@fermentabiotech.com,

Website. : www.fermentabiotech.com



September 19, 2025

To  
Corporate Relations  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort – 400001

Dear Sir/Madam,

**Sub: Outcome of the meeting of Board of Directors – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref: Scrip Code 506414**

We wish to inform you that the Board of Directors of Fermenta Biotech Limited (“Company”) at its meeting held on September 19, 2025 has, *inter alia*, approved entering into a Business Transfer Agreement (“BTA”) with Fermenta Environment Solutions Private Limited (“FESPL”), a wholly-owned subsidiary of the Company, for transfer of environment business of the Company through slump sale, on a going concern basis.

The information required as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (“Master Circular”) is enclosed as Annexure A hereto.

Kindly take the above information on record.

The Board meeting commenced at 11:30 a.m. (IST) and concluded at 13:30 p.m. (IST).

Thanking you,  
Yours faithfully,  
For **Fermenta Biotech Limited**

**Varadvinayak Khambete**  
**Company Secretary and Legal - Head**  
Membership No. A33861

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### Annexure A

#### **Detailed disclosure under Regulation 30 read with Schedule III of Listing Regulations and Master Circular**

Sr. No.	Particulars	Disclosure
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	Amount of turnover/ revenue/ income and percentage of environment division as of March 31, 2025: Rs. 22.20 crores and 5.02% to the total revenue / turnover / income of the Company on standalone basis.  Net worth of environment division as of March 31, 2025: Rs. 15.53 crores and 4.09% to the total net worth of the Company on standalone basis.
b)	Date on which the agreement for sale has been entered into	The Board has approved the BTA at its meeting held today i.e. on September 19, 2025, and it shall be effective from October 1, 2025.
c)	The expected date of completion of sale/disposal	On or before 60 days from October 1, 2025 as per the provisions of BTA.
d)	Consideration received from such sale/disposal	Consideration to be received by the Company from such slump sale would be Rs. 19 Crores (Rupees Nineteen Crores only).
e)	Brief details about the Buyer and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof	The Buyer, Fermenta Environment Solutions Private Limited, is a wholly owned subsidiary of the Company and is, <i>inter alia</i> , engaged in the business of conceiving, designing, providing, fabricating, constructing and manufacturing for sale and distribution of sustainable environmental solutions. The Buyer, being a wholly owned subsidiary of the Company, is a group company.
f)	Whether the transaction would fall within related party transactions? If yes,	Yes, the transaction would fall within related party transaction. However, the proposed transaction is between the Company and its wholly owned subsidiary



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	whether the same is done at "arm's length"	and it is not a material related party transaction. The said transaction is at an arm's length. Necessary approvals of the Audit Committee and the Board are obtained.
g)	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.	The aforesaid slump sale is being undertaken through a Business Transfer Agreement between the Company and its wholly owned subsidiary.  Further, the environment business that is to be transferred is not an 'Undertaking' in terms of Section 180(1)(a) of the Companies Act, 2013. Accordingly, the provisions of section 37A of LODR Regulations are not applicable in the present case.
h)	<b>Additionally, in case of a slump sale, indicative disclosures provided for amalgamation / merger, shall be disclosed by the listed entity with respect to such slump sale.</b>	
1.	Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover etc.	Fermenta Biotech Limited is the Seller and Fermenta Environment Solutions Private Limited is the Buyer.  Total Income of Fermenta Biotech Limited for the financial year ended on March 31, 2025 was INR 442.20 crores.  Fermenta Environment Solutions Private Limited is incorporated on May 1, 2025, and hence, details such as size, turnover etc. are not applicable.
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Refer point (f) above.
3.	Area of business of the entity(ies)	Fermenta Biotech Limited i.e. the Seller is, <i>inter alia</i> , engaged in the business of manufacturing and marketing of chemicals, bulk drugs, enzymes, pharmaceutical formulations, environmental solutions and renting and selling of properties.



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		Fermenta Environment Solutions Private Limited i.e. the Purchaser' is, <i>inter alia</i> , engaged in the business of conceiving, designing, providing, fabricating, constructing and manufacturing for sale and distribution of sustainable environmental solutions.
4.	Rationale for amalgamation / merger	<p>The said transaction does not involve merger or amalgamation.</p> <p>The aforesaid slump sale is undertaken in order to enable specialized management, enhanced operational efficiency, and targeted resource allocation at both parent and subsidiary levels.</p>
5.	In case of cash consideration – amount or otherwise share exchange ratio	Refer to point (d) above.
6.	Brief details of change in shareholding pattern (if any) of listed entity	There would be no change in the shareholding pattern of the Company.

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