



File No. FAEL/NSE/2025-26

December 11, 2025

To

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E) Mumbai - 400 051.

NSE SYMBOL: FRESHARA, ISIN: INE0SFW01015

Dear Sir/Madam,

Subject: Outcome of the meeting of the Board of Directors of Freshara Agro Exports Limited ("Company") held on Thursday, December 11, 2025 pursuant to Reg.30 of SEBI(LODR) Regulations, 2025

Further to our letter dated Monday, December 08, 2025 and in accordance with the provisions of Regulation 30 read with Schedule III of the SEBI LODR Regulations, we would like to inform you that the board of directors of the Company ("**Board**") at its meeting held today *i.e.*, Thursday, December 11, 2025, has *inter-alia* considered and approved the following matters:

1. Issuance and allotment of warrants by way of preferential issue ("Preferential Issue"):

Subject to the approval of shareholders of the Company and such other regulatory or statutory authorities, as may be required, the Board has approved the raising of funds of up to ₹45,63,21,600/- (Rupees Forty Five Crore Sixty Three Lakh Twenty One Thousand Six Hundred only) by creating, issuing, offering and allotting the following securities of the Company by way of the Preferential Issue on a private placement basis:

- a) Issuance of up to 27,16,200 (Twenty Seven Lakh Sixteen Thousand Two Hundred Only) fully convertible equity warrants ("**Warrants**") each carrying a right exercisable by the warrant holder to subscribe to one (1) Equity Share of the face value of ₹10/- (Rupees Ten only) each against each Warrant at an exercise price of ₹168/- (Rupees One Hundred and Sixty Eight only) per Equity Share (including a premium of ₹158/- (Rupees One Hundred and Fifty Eight only) per Equity Share, not being less than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, aggregating to ₹45,63,21,600/- (Rupees Forty Five Crore Sixty Three Lakhs Twenty One Thousand Six Hundred only) which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants to the persons belonging the Promoter and Promoter group and Non-Promoter category on such terms and condition as may be determined by the Board.

The information in connection with the issuance of securities pursuant to regulation 30 of the SEBI LODR regulation read with SEBI master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as "**Annexure A.**"

Freshara Agro Exports Limited

CIN: L10306TN2023PLC165437

Corporate Office

Old No. 3, New No. 9, Puram Prakasam Road,
Balaji Nagar, Royapettah, Chennai - 600 014.

Factory - Unit I

Sy. No. 380, Velakalnatham Village,
Natrampalli Taluk, Tirupattur District - 635 854.

Factory - Unit II

Sy. No. 30/12A1A, Chengilikuppam Village,
Ambur Taluk, Tirupattur District - 635 751.

2. The Board has approved the draft notice of an Extra-Ordinary General Meeting (“EOGM”) for obtaining the approval of the shareholders of the Company for the matter as discussed above and such other matters as necessary.
3. Appointment of Ms. Annapurna Shivayogappa Malagund, Peer Review No. 6643/2025 and CoP No: 24717, Practicing Company Secretary, Chennai as scrutinizer for the purpose of remote e-voting for the EGM.
4. Increase in Authorized share capital from ₹25,00,00,000/- (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten Only) each to ₹30,00,00,000/- (Rupees Thirty Crore only) divided into 3,00,00,000 (Three Crores) Equity Shares of ₹10/- (Rupees Ten only) each.
5. Alteration in the capital clause of the Memorandum and Articles of Association consequent to an increase in authorized capital and Issuance of Warrants.
6. Mr. Ajay Kumar Rana has rendered his resignation on 30th November, 2025 from the post of Company Secretary and Compliance Officer due to personal reasons and that he will be serving the notice period till 31st December, 2025 after which he will cease to hold office as a Company Secretary and Compliance Officer.

Detailed information as required under Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI LODR Regulations read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 Dated November 11, 2024. in respect of aforesaid is given in “**Annexure B**” to this letter.

7. Approved the appointment of Ms. Priyadharshini B as Company Secretary and Compliance Officer w.e.f. 1st January, 2026.

Further, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI LODR Regulations read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 Dated November 11, 2024, a brief profile of Ms. Priyadharshini B is annexed herewith as “**Annexure C**”.

The meeting of the Board of Directors of the Company commenced at 4:00 P.M. and concluded at 7:45 P.M.

The Notice of the EOGM and other relevant documents shall be submitted in due course.

The disclosures along with the enclosures shall be made available on the website of the Company at <https://www.fresharaagroexports.com/>

Kindly take the same on your record and acknowledge.

Thanking you.

Yours faithfully,

Thanks & Regards,

For FRESHARA AGRO EXPORTS LIMITED

Ajay Kumar Rana
Company Secretary & Compliance Officer
Encl.: As above.

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Annexure - A – Details of Warrants Issue

DISCLOSURE PURSUANT TO THE SEBI LODR REGULATIONS READ WITH THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sr. No.	Particulars	Disclosure
1.	Type of securities proposed to be issued	Warrants each carrying a right exercisable by the warrant holder to subscribe to one (1) Equity Share of face value of ₹10/- each upon the exercise of the option attached to each such Warrant which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants.
2.	Type of issuance	Preferential issue of Warrants in accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder and provisions of Chapter V of the SEBI ICDR Regulations and other applicable laws.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 27,16,200 (Twenty Seven Lakh Sixteen Thousand Two Hundred Only) Warrants at an issue price of ₹168/- (Rupees One Hundred and Sixty Eight Only) per Warrant (including a premium of ₹158/- (Rupees One Hundred and Fifty Eight only) (" Per Share Warrant Price "), aggregating up to ₹45,63,21,600/- (Rupees Forty Five Crore Sixty Three Lakhs Twenty One Thousand Six Hundred only).
4.	Details to be furnished in case of preferential issue	
	a. Name of the investor(s)	Issuance of Fully Convertible Equity Warrants to: <ol style="list-style-type: none"> 1. Akshayarini R S 2. Dolly Bhalotia 3. Eureka Investments 4. Junaid Ahmed 5. Kataria Realty LLP 6. Kohinoor Investments 7. Kouser Afshan 8. Kriti Bhatia 9. Kusum R Hirani 10. Mohit Rathi 11. Mukesh Purushottam Chamedia 12. Namitha Lunawat 13. Neha Abar 14. Ninedot Fortune Builders LLP 15. Ganatra Parthivkumar Pravinchandra 16. D Prakash Devi 17. Sagar Narendrabhai Gokani

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Sr. No.	Particulars	Disclosure					
		18. Suru Venkataramesh 19. Hemant Gupta 20. Leana Gupta 21. Rahul Kumar					
	b. Post allotment of securities - outcome of the subscription, issue price /allotted price (in case of convertibles), number of investors Outcome of allotment:						
Investors	Types of Securities	Pre-issue shareholding		Post-issue shareholding			
				No. of Warrants to be allotted	Post conversion of Warrants into Equity Shares		
		No.	%	No.	No.	%	
Kousher Afshan	Warrants	1,70,000	0.72	4,00,200	5,70,200	2.18	
Junaid Ahmed Khudrathullah Iqbal	Warrants	80,75,000	34.36	8,50,200	89,25,200	34.05	
Kriti Bhatia Kotak	Warrants	18,000	0.08	2,50,200	2,68,200	1.02	
Akshayarani R S	Warrants	-	0.00	50,400	50,400	0.19	
Sagar Narendrabhai Gokani	Warrants	15,000	0.06	17,400	32,400	0.12	
Parthivkumar Pravinbhai Gantara	Warrants	-	0.00	17,400	17,400	0.07	
Suru Venkataramesh	Warrants	-	0.00	24,000	24,000	0.09	
Mohit Rathi	Warrants	-	0.00	24,000	24,000	0.09	
Dolly Bhalotia	Warrants	-	0.00	25,200	25,200	0.10	
Mukesh Chamedia	Warrants	-	0.00	4,00,200	4,00,200	1.53	
Eureka Investments	Warrants	1,04,400	0.44	1,50,000	2,54,400	0.97	
Kohinoor Investments	Warrants	10,800	0.05	1,50,000	1,60,800	0.61	
Ninedot Fortune Builders LLP	Warrants	-	0.00	50,400	50,400	0.19	
D Prakash Devi	Warrants	-	0.00	50,400	50,400	0.19	
Namitha Lunawat	Warrants	-	0.00	25,200	25,200	0.10	
Neha Abar	Warrants	-	0.00	50,400	50,400	0.19	
Kusum R Hirani	Warrants	-	0.00	25,200	25,200	0.10	
Kataria Realty LLP	Warrants	-	0.00	50,400	50,400	0.19	
Hemanth Gupta	Warrants	-	0.00	45,000	45,000	0.17	

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Sr. No.	Particulars	Disclosure					
	Leana Gupta	Warrants	-	0.00	45,000	45,000	0.17
	Rahul Kumar	Warrants	-	0.00	15,000	15,000	0.06
	Total		83,93,200	35.72	27,16,200	1,11,09,400	42.38
	<p><i>*The above post-issue shareholding percentage is calculated assuming full conversion of Warrants issued pursuant to the Preferential Issue.</i></p> <p>Issue Price:</p> <p>Warrants at an issue price of ₹168/- (Rupees One Hundred and Sixty Eight Only) each per Warrant, of which an amount equivalent to 25% (Twenty Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of subscription of the Warrants and the balance 75% (Seventy Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrants, and</p> <p>Number of Investors: There are 21 (Twenty One) investors are being issued Warrants.</p>						
	c. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrants is exercisable into 1 Equity Share having face value of ₹10/- (Rupees Ten Only) each. The tenor of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.					
5.	Any cancellation or termination of proposal for issuance of securities Including reasons thereof	Not applicable					

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Annexure – B Details of Resignation of Company Secretary and Compliance Officer

DISCLOSURE PURSUANT TO THE SEBI LODR REGULATIONS READ WITH THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sl. No.	Particulars	Details
1.	Name	Mr. Ajay Kumar Rana
2.	Reason for change	Due to personal reasons
3.	Date of Cessation	With effect from the close of business hours of 31.12.2025
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not Applicable

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Date: 30.11.2025

To ,
FRESHARA AGRO EXPORTS LIMITED,
CIN: L10306TN2023PLC165437
Old No.3, New No.9,
Puram Prakasham St, Balaji Nagar,
Royapettah, Chennai, 600014
Tamil Nadu

Subject: Resignation from the Post of Company Secretary cum Compliance Officer

Dear Sir,

I, **Ajay Kumar Rana**, Whole Time Company Secretary and Compliance Officer, of the Company, hereby express my inability to continue to be the Whole Time Company Secretary and Compliance Officer of the Company due to some of my personal reasons and hereby tender my resignation from the post of Whole Time Company Secretary of the Company and it will be Effected by the end of working hours dated 31.12.2025.

I request the Board of Directors of the Company to intimate my resignation to the Registrar of Companies, and to NSE, Mumbai and all other concerned authorities,

I also hereby take this opportunity to thank the Board of Directors, members of the Company for giving me co-operation and valuable support during my tenure as Whole Time Company Secretary.

Thanking You,
Yours Sincerely,



Ajay Kumar Rana
PAN -ASGPR2454P
Date: 30.11.2025

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Annexure C- Details of Appointment of Company Secretary and Compliance Officer

DISCLOSURE PURSUANT TO THE SEBI LODR REGULATIONS READ WITH THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sl. No.	Particulars	Details
1.	Name	Ms. Priyadharshini B
2.	Reason for change	Appointment as Company Secretary and Compliance Officer of the Company.
3.	Date of Appointment and Term	Date of Appointment: W.e.f 1.1.2026 Term: Not Applicable
4.	Brief profile (in case of appointment)	<p>Ms. Priyadharshini B is a qualified Company Secretary, having completed the CS-Professional programme from the Institute of Company Secretaries of India, with strong grounding in company law, securities regulations, and corporate compliance frameworks.</p> <p>She holds a Bachelor of Commerce (Honours) from Shri Ram College of Commerce, University of Delhi and also a Bachelor of Laws (LLB) from Karnataka State Law University, which enhances her legal acumen and enables her to handle regulatory compliance and statutory matters efficiently.</p> <p>This unique combination of commerce, law, and secretarial qualification enables her to support the Board and management effectively, helping to maintain high standards of governance and regulatory adherence.</p>
5.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not Applicable

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