



2<sup>nd</sup> April, 2026

<b>National Stock Exchange of India Limited,</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.  <b>Symbol: ADFFOODS</b>	<b>BSE Limited,</b> Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.  <b>Scrip Code: 519183</b>
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**Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Approval of Scheme of Amalgamation between ADF Foods (India) Limited and Telluric Foods Limited, subsidiaries of ADF Foods Limited through Fast Track route.**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and in furtherance to our intimation dated 30<sup>th</sup> January, 2024, we would like to inform that the Regional Director (RD) – North Western Region, Ministry of Corporate Affairs, Ahmedabad has approved the Scheme of Amalgamation between ADF Foods (India) Limited [‘Transferor Company’] and Telluric Foods Limited [‘Transferee Company’], subsidiaries of ADF Foods Limited (‘Company’) and their respective shareholders and creditors under Section 233 of the Companies Act, 2013 read with Rules made thereunder, vide Order dated 1<sup>st</sup> April, 2026, received today i.e. 2<sup>nd</sup> April, 2026.

The merger will take effect from the appointed date as specified in the scheme, upon filing of the Order with the Registrar of Companies through e-form INC-28. The Transferor Company shall stand dissolved thereafter.

The disclosure as required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30<sup>th</sup> January, 2026 is enclosed as ‘Annexure A’. The certified copy of the Order is enclosed herewith as ‘Annexure B’.

Please take the same on your records.

Thanking you.

Yours faithfully,  
For **ADF Foods Limited**

**Shalaka Ovalekar**  
Company Secretary

*Encl: as above*



**Regd Off:** 83/86, G.I.D.C Industrial Estate, Nadiad - 387 001, India. Tel.: +91 268 2551381/82 Fax: +91 268 2565068  
Email: nadiadfactory@adf-foods.com CIN: L15400GJ1990PLC014265  
**Corp. Off:** Marathon Innova, B2, G01, Ground Floor, G. K. Road, Lower Parel, Mumbai 400 013. INDIA.  
Tel.: +91 22 6141 5555, Fax: +91 22 6141 5577, Email: info@adf-foods.com, Web: www.adf-foods.com



### Annexure A

**Details in terms of Regulation 30 read with Schedule III of the Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30<sup>th</sup> January, 2026:**

Sr. No.	Particulars	Details
1.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	Transferor Company: ADF Foods (India) Limited; Transferee Company: Telluric Foods Limited. Turnover of Transferee Company as on 31 <sup>st</sup> March, 2025: Rs. 5.66 crore.
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	The entities forming part of the Scheme are subsidiaries of the Company. The Scheme of Amalgamation has been approved under Section 233 of the Companies Act, 2013 read with the rules made thereunder by the Regional Director, North-Western Region, Ahmedabad.
3.	Area of business of the entity(ies).	Both the entities are involved in trading of processed food products in domestic market.
4.	Rationale for amalgamation/ merger.	The amalgamation is intended to simplify the corporate structure, enable more efficient utilization of capital and resources, integrate business operations, eliminate duplication and rationalize administrative and compliance costs.
5.	In case of cash consideration – amount or otherwise share exchange ratio.	Not applicable.  The Transferor Company is a wholly owned subsidiary of the Transferee Company and accordingly, no shares are to be issued pursuant to the Scheme. The shareholding of the Transferee Company in the Transferor Company shall stand cancelled upon the Scheme becoming effective.
6.	Brief details of change in shareholding pattern (if any) of listed entity.	Not applicable.  There will be no change in the shareholding pattern of the Company pursuant to the Scheme, as the amalgamation is between subsidiary companies and ADF Foods Limited is not issuing any shares under the Scheme.





Annexure B

भारत सरकार  
GOVERNMENT OF INDIA  
कारपोरेट कार्य मंत्रालय  
MINISTRY OF CORPORATE AFFAIRS  
कार्यालय, प्रादेशिक निदेशक उत्तर- पश्चिम क्षेत्र  
OFFICE OF THE REGIONAL DIRECTOR, NORTH-WESTERN REGION,  
आर.ओ.सी. भवन, रूपल पार्क के सामने, अंकुर बस स्टेण्ड के पास,  
ROC BHAVAN, OPP. RUPAL PARK, NR. ANKUR BUS STAND,  
नारणपुरा, अहमदाबाद (गुजरात) NARANAPURA, AHMEDABAD (GUJARAT) 380013

संख्या:No: RD(NWR)/233/169/AC2148652/2025-26/ 4

दिनांक/Date:

- 1 APR 2026,

सेवा में/To,

1. ADF Foods (India) Limited (Transferor Company)  
83/86, G.I.D.C. Industrial Estate,  
NA, Nadiad, Ahmedabad, 387001
2. Telluric Foods Limited (Transferee Company)  
83/86, G.I.D.C Industrial Estate,  
Nadiad, Gujarat - 387001, Nadiad,  
Nadiad, Kheda, 387001.
3. Registrar of Companies, Ahmedabad, Gujarat

विषय:- कंपनी अधिनियम, 2013 की धारा 233 के अंतर्गत जारी आदेश संदर्भ: एसआर संख्या AC2148652 दिनांक 02.02.2026.

महोदय/Sir,

उपरोक्त एसआर संख्या के संदर्भ में मुझे एतत् द्वारा कंपनी अधिनियम, 2013 की धारा 233 के अंतर्गत जारी आदेश दिनांक 01.04.2026 भेजने का निदेश हुआ है ।

संलग्न: यथोपरि।

भवदीया,

*अंकिता*

(अंकिता लाहोटी)  
उप निदेशक

**FORM NO. CAA. 12**

**[Pursuant to Section 233 and Rule 25 (5) of Companies Act, 2013]**

Confirmation of order of scheme of merger or Amalgamation between **ADF Foods (India) Limited (Transferor Company)** with **Telluric Foods Limited (Transferee Company)**.

Pursuant to the provisions of Section 233 of the Companies Act, 2013, the Scheme of Compromise, Arrangement or merger between **ADF Foods (India) Limited (Transferor Company)** with **Telluric Foods Limited (Transferee Company)** as approved by their respective members and creditors as required under Section 233(1) (b) and (d) is hereby confirmed with the revised appointed date as 01.10.2025 pursuant to Board Resolution dated 26.03.2026 of the Petitioner Companies and subject to compliance of following conditions:-

1. Petitioner Company (ies) has to comply with the provisions of section 233 of Companies Act, 2013, as applicable.
2. Petitioner Companies shall be liable to pay income tax and stamp duty, payable on implementation of said scheme as per Income Tax Law and Stamp Act.
3. Petitioner Company(ies) to preserve the books and papers of the company as per Section 239 of the Companies Act, 2013.
4. To ensure Statutory compliance of all applicable Laws and on sanctioning of the present Scheme, the Petitioner Companies shall not be absolved from any of its Statutory liabilities, in any manner.
5. All legal proceedings and/or suits, appeals, Prosecution, Inquiry, Inspection, Investigation and other non-compliances of Statutory laws, if any, now pending by or against the Transferor company shall be continued by or against the Transferee Company by operation of law.

A copy of the approved scheme is attached to this order.


DATE: 1/4/2026  
PLACE: AHMEDABAD

  
(Rajesh Kumar Dalmia)  
REGIONAL DIRECTOR  
NORTH-WESTERN REGION

No. RD/NWR/Sec.233/169/ AC2148652/2025-2026/4 date 1 APR 2026.

Copy to:

1.  **ADF Foods (India) Limited (Transferor Company)**
2. **Telluric Foods Limited (Transferee Company)**
3. **Registrar of Companies, Ahmedabad, Gujarat.**

  
(Ankita Lahoty)  
Deputy Director  
NWR, Ahmedabad





भारत सरकार  
GOVERNMENT OF INDIA  
कारपोरेट कार्य मंत्रालय  
MINISTRY OF CORPORATE AFFAIRS  
कार्यालय, प्रादेशिक निदेशक उत्तर- पश्चिम क्षेत्र  
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संख्या:No: RD(NWR)/233/169/AC2148652/2025-26/5

दिनांक/Date:

- 1 APR 2026

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NA, Nadiad, Ahmedabad, 387001
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Nadiad, Gujarat - 387001, Nadiad,  
Nadiad, Kheda, 387001.
3. **Registrar of Companies, Ahmedabad, Gujarat**


**विषय:-** कंपनी अधिनियम, 2013 की धारा 233 के अंतर्गत जारी आदेश संदर्भ: एसआर संख्या AC2148652 दिनांक 02.02.2026.

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संलग्न: यथोपरि।

भवदीया,

  
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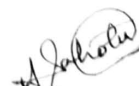
DATE: 1/4/ 2026  
PLACE: AHMEDABAD

  
(Rajesh Kumar Dalmia)  
REGIONAL DIRECTOR  
NORTH-WESTERN REGION

No. RD/NWR/Sec.233/169/ AC2148652/2025-2026/5 date - 1. APR 2026

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(Ankita Lahoty)  
Deputy Director  
NWR, Ahmedabad

