June 30, 2025

To,
Corporate Relations Department
BSE Limited
2nd Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 543288

To,
Corporate Relations Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.
SYMBOL: DEEPINDS

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Outcome of Board Meeting held on June 30, 2025

Dear Sir/ Ma'am,

With reference to above subject matter, we hereby inform that after considering the recommendation and report of the Audit Committee and the Committee of Independent Directors, the Board of Directors of the Company at its meeting held today i.e. Monday, June 30, 2025 has considered & approved the scheme of amalgamation ("**Scheme**") for amalgamating Kandla Energy & Chemicals Limited **("KECL")-** Wholly owned Subsidiary with and into Deep Industries Limited **("DIL")** and their respective shareholders and creditors, in terms of provisions of Section 230 to 232 of the Companies Act, 2013 and other applicable laws including the rules and regulations ("Proposed Transaction").

The Scheme is subject to the receipt of requisite approvals from the jurisdictional bench of the National Company Law Tribunal ("**NCLT**") and other statutory and regulatory authorities as applicable, and the respective shareholders and creditors, under applicable law.

The information in connection with the Proposed Transaction pursuant to Regulation 30 of the Listing Regulations read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued by the Securities and Exchange Board of India, is given in Annexure-A respectively.

The meeting of Board of Directors commenced at 12:00 noon and concluded at 3:15 pm.

You are requested to take the same on your records.

Thanking you,

For, Deep Industries Limited

SHILPA SHARMA
Digitally signed by SHILPA SHARMA
Date: 2025.06.30 15:25:34 +05'30'

Shilpa Sharma
Company Secretary & Compliance Officer
M. No.: A34516

Encl: as above

DEEP INDUSTRIES LIMITED (Formerly Known as Deep CH4 Limited)
Regd.Off.: 12A & 14 Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad-380058
Tel: +91 2717 298510 M: +91 98256 00533 Fax: +91 2717 298520
Email: info@deepindustries.com Website: www.deepindustries.com
CIN: L14292GJ2006PLC049371

Annexure A

Disclosures/details pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

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: Kandla Energy & Chemicals Limited **("KECL")** has total assets of Rs. 21,505.14 lakhs and income of Rs. 38.50 lakhs for the year ended on March 31, 2025. Transferee Company: Deep Industries Limited **("DIL")** has total assets of Rs. 1,82,002.22 lakhs and income of Rs. 51,538.36 lakhs for the year ended on March 31, 2025.
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	KECL is a wholly owned subsidiary of the Company and as such a related party. However, the transaction shall not attract the requirements of Section 188 of the Companies Act, 2013 pursuant to clarification provided in General Circular No.30/2014 dated 17th July 2014, issued by the Ministry of Corporate Affairs. Further, pursuant to the Regulation 23(5)(b) of the Listing Regulations, the provisions of related party transactions are not applicable to the Scheme, as the same is between the holding company and its wholly owned subsidiary. Accordingly, no valuation will be required. Therefore, requirement of arm's length criteria is not applicable.

3.	Area of business of the entity(ies)	The main objects of KECL is to engage in the business of manufacturing of various chemicals , hydrocarbon fluids, petroleum products ,trading, distribution and generation of energy and electrical power, manufacturing of conventional and non-conventional power plant equipment, clean energy equipment and energy efficiency equipment and key location release for drilling a well, arranging an agency to drill a well and its supervision, arranging an agency for mud engineering, casing design and well completion, bottom hole study and reservoir, data interpretation, man and material to operate production facilities for handling Oil/Gas / Water production, pump production, oil field production, hydraulic testing of pipe line equipments, Oil / Water / Hydrocarbons / Petroleum Products. DIL is engage in the business of oil and gas support services including but not limited to Natural Gas Compression, Natural Gas Dehydration, Natural Gas Processing,Workover and Drilling Rigs and Integrated Project Management and covers 70% of post exploration value chain services.
4.	Rationale for amalgamation/ merger	(i) The proposed Scheme, *inter alia*, would result in business and operational synergies as mentioned herein under: a) **Growth through Backward Integration**: The Transferor Company is engaged in the manufacturing business of chemicals and hydrocarbons fluids, and holds relevant qualifications in this domain. These chemicals are currently used by the Transferee Company in its integrated services and production enhancement services. By consolidating the Transferor Company into Transferee Company, the Scheme establishes backward integration enabling the management to source the chemicals and hydrocarbons fluids in-house thereby ensuring cost-efficiency, supply security, and improved operating margins over long run.

		b) **Simplified Corporate Structure:** This Scheme eliminates the holding-subsidiary structure, reducing administrative redundancies and compliance costs associated with maintaining separate legal entities. c) **Resource Optimization:** The Board of both the Companies propose to enter into this Scheme, to consolidate the service/ operational capabilities thereby increasing efficiencies in operations and use of resources for improving overall customer satisfaction, optimization of working capital utilization, to pool their human resource talent for optimal utilization of their expertise, to integrate the marketing and distribution channels for better efficiency, to have a larger market footprint domestically, and furthermore, to simplify and streamline the holding structure. d) The proposed Scheme, *inter alia*, would result in business and operational synergies as mentioned herein under: - Consolidation of the complementing strengths will enable the Amalgamated Company to have increased capability for offering diversified products and services on a single platform. Its enhanced resource base and client relationships are likely to result in better business potential and prospects for the consolidated entity and its stakeholders; - Efficiency in management, control and running of businesses of the companies concerned and create a financially strong amalgamated company; - Pooling of financial and other resources of both the companies for optimum utilization of resources in the businesses

		and increased bargaining power; - The combined financial strength is expected to further accelerate the scaling up of the operations. Amongst others, the merger will enable the consolidated entity to have an extensive pan India network for deeper market penetration and enhancement of the overall customer satisfaction, engagement and retention; - Rationalization, standardization and simplification of business processes and systems; - Minimization of compliances, compliance cost and elimination of duplication and rationalization of administrative cost of legal entities; - Increase long term value of all the stakeholders, by creating a standalone listed entity; and - Ability to pursue inorganic growth with consolidated financials and better operational control. The consolidation of funds and resources will lead to optimization of working capital utilization and stronger financial leverage, improved balance sheet, and consolidation of cross location talent pool. (ii) The Scheme is in the best interests of shareholders, employees and creditors of all the Parties. The Scheme does not have any adverse effect on either of the shareholders, the employees or the creditors of any of the Parties.

5.	In case of cash Consideration amount or otherwise share exchange ratio;	The Transferor Company is a wholly owned subsidiary of the Transferee Company. Accordingly, upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted, nor any other consideration shall be paid in lieu or exchange of the holding of the Transferee Company in the Transferor Company.
6.	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Company pursuant to the merger as no shares are being issued by the Company in connection with the Scheme.

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