



## Z-TECH (INDIA) LIMITED

(Formerly known as "Z-TECH (INDIA) PRIVATE LIMITED")

CIN: L74899DL1994PLC062582

Regd. Office: Plot 140, Khasra No 249, Mangla Puri, Gadaipur, Delhi-110030

E-mail: cs@ztech-india.com, Contact No: 011-35017243

Website: www.z-techindia.com

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Date: 18<sup>th</sup> November, 2025

To,  
The Manager- Listing  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051.

SYMBOL: ZTECH  
ISIN: INE0ISZ01012

**Subject: Outcome of Meeting of Board of Directors of Z-Tech (India) Limited in accordance with Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam(s),

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of our Company, in their meeting held on today i.e. **Tuesday, 18<sup>th</sup> November, 2025**, inter alia, considered and approved the following business:

**1. Issuance of warrants convertible into equity shares of the Company on preferential basis:**

To issue upto 10,00,000 (Ten Lakh) warrants, each convertible into, or exchangeable for, one fully paid up Equity Shares of the Company of face Value ₹ 10.00/- (Rupees Ten only) ("**Warrant**") at a price of ₹575/- (Rupees Five Hundred Seventy Five Only) (including a premium of Rs. 565/- (Rupees Five Hundred Sixty Five Only) each payable in cash ("**Warrant Issue Price**") aggregating upto ₹ 57,50,00,000/- (Rupees Fifty Seven Crore Fifty Lacs Only) to persons / entity as listed in **Annexure A ("Proposed Allottees of Warrant")** who are belonging to **non-promoter category**, the preferential issue which will be in accordance with provisions of section 42, 62(1)(c) of the Companies Act, 2013 as amended, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended, and Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended ("SEBI LODR Regulations") and such other acts / rules / regulations as may be applicable and subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

The details in respect of the Preferential Issue, as required to be disclosed under Regulation 30 of the SEBI Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 on disclosure of material events/ information by listed entities, dated 11<sup>th</sup> November, 2024 ("SEBI Disclosure Circular") is set out below as **Annexure – A**.



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### 2. Increase in Authorized Share Capital of the company.

Increase in Authorized Share Capital of the Company from Rs. 17,00,00,000 (Rupees Seventeen Crores Only) divided into 1,70,00,000 (One Crore Seventy Lakhs) Equity Shares of face value of Re. 10/- (Rupee Ten Only) to Rs. 20,00,00,000 (Rupees Twenty Crore Only) consisting of 2,00,00,000 (Two Crore) Equity Shares of Re. 10/- (Rupee Ten Only) each and consequent amendment in the Capital Clause (Clause V) of Memorandum of Association of the Company, subject to members' approval.

### 3. Acquisition of 76% stake in Grace Green Infra Pvt Ltd ("GGIPL")

*India continues to face significant environmental challenges due to inadequate treatment and restoration of water bodies. Despite the growing need, there are very limited players in the country possessing advanced, scalable, and sustainable technologies for comprehensive water body rejuvenation.*

Grace Green Infra Private Limited ("GGIPL") is one of the entity that has developed a proprietary and proven technology for eco-friendly treatment, restoration, and long-term maintenance of water bodies. This technology is capable of significantly improving water quality, reducing contamination, and promoting sustainable environmental management.

The Company Z-Tech (India) Limited is also developing recreational parks, wherein this technology will be deployed for scientific water restoration and maintenance. The integration of Grace Green's innovation with the Company's Theme Park segment will create measurable environmental value and open new business opportunities in water management and sustainability solutions.

Z Tech India Limited ("the Company"), in alignment with its long-term vision of environmental sustainability and technological advancement, has entered into a Share Purchase agreement with Grace Green Infra Pvt Ltd. ("GGIPL") on 18.11.2025 for acquisition of 76% stake in GGIPL subject to completion of certain conditions and on the terms and conditions between the parties in the share purchase agreement

This acquisition aligns with the strategic objectives of Z-Tech (India) Limited and is expected to provide strong **synergistic benefits** to the Company's **Theme Park** and **Wastewater Management** business segments. The investment is aimed at strengthening Z-Tech's capabilities, fostering operational integration, and enhancing long-term value creation

GGIPL possesses a proprietary, government-certified environmental treatment technology with the following key features;

1. **Grace Vermi-Filtration Solution**-Treating organic matter or pollutants in wastewater involves microbes and their feeding with oxygen. Bio-Filtration involves no mechanical aeration. It is based on treating wastewater using organic and inorganic media and attached growth microbes. The Bio-filtration process makes use of Vermi-culture as their one of the key components in reducing organic



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matter as well as nutrients from wastewater effectively. Vermi-culture in combination of natural and inorganic media gravity filtration serves the treatment of wastewater to re-usable standards. A complete GREEN Process has multiple benefits in terms of operation, handling, and maintenance. The technology is certified by **Government of India Ministry of Jal Shakti**.

- 2. Grace Packaged FRP STP**-Packaged FRP STP are capsule based system to treat wastewater varying from 1 KLD to 50 KLD capsule capacity. These plants can be installed below and above the ground and have very flexible installations options. The power used is 80% less as compared to other technologies. The technology is certified by **IIT Bhubaneswar**.
- 3. Grace Nanobubble & Bio Remediation Technology**-Lakes and waterbodies in country is getting polluted due to release of waste water and other anthropogenic activities. Depleting DO levels and aquatic life with argufied lakes has caused major issue. The Innovation of Nanobubble bring up the Dissolved Oxygen level of water body by 10 time and oxidizes the algae and reduce other organic and nutrient impurities. Further enzymes and algaecides digest the sludge there by promoting good water percolation ground water recharge and more better water quality.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09,2015 is set out below as **Annexure – B**.

- 4. Considered and Fixed the time, date, venue/platform of the Extra-Ordinary General Meeting of the Company and fixed the cut-off date for eligibility to participate in the remote e-voting.**
- 5. Considered and approved the draft notice calling the Extra-Ordinary General Meeting of the Company.**
- 6. Other Business.**

The Meeting of Board commenced at 03:30 P.M. and concluded at 7:15 p.m.

Thanking you,  
Yours faithfully,

**For Z-Tech (India) Limited**

**Sanghamitra Borgohain**  
**DIN: 08578955**  
**Managing Director**



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### Annexure – A

**Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November 2024.**

S. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Issue and allotment of 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)
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 10,00,000 (Ten Lakh) warrants at a price of Rs. 575/- (Rupees Five Hundred Seventy Five Only) per warrant (including a premium of Rs. 565/- (Rupees Five Hundred Sixty Five Only) ("Per Share Warrant Price"), aggregating up to ₹ 57,50,00,000/- (Rupees Fifty Seven Crore Fifty Lacs Only), 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 allotment 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 within the Warrant's tenure of 18 months.
4.	Undertaking with regard to sale of shares	Proposed allottees have not sold/transferred any shares in the last 90 trading days preceding the relevant date
5.	Issue Price	Rs. 575/- (Rupees Five Hundred Seventy Five Only) per warrant (including a premium of Rs.565/- (Rupees Five Hundred Sixty Five Only) ("Per Share Warrant Price").



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6	Number of Investors	12
7	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 tenure of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
8	Any cancellation or termination of proposal for issuance of securities including reasons thereof	NA

**IN CASE OF PREFERENTIAL ISSUE, THE LISTED ENTITY SHALL DISCLOSE THE FOLLOWING ADDITIONAL DETAILS TO THE STOCK EXCHANGE(S): -**

S. No.	Name of Investors	Category	No. of Warrant Proposed to be issued	Amount
1	Growing Tree Family Trust	Public	4,37,000	25,12,75,000
2	Pratima Dutta	Public	1,00,000	5,75,00,000
3	Razdan Consulting LLP	Public	1,00,000	5,75,00,000
4	Pankaj Jawaharlal Razdan	Public	1,00,000	5,75,00,000
5	Gautam Raj Shroff	Public	60,000	3,45,00,000
6	Rahul Dhanesh Parikh	Public	50,000	2,87,50,000
7	Japan Mahesh Vyas	Public	50,000	2,87,50,000
8	Sunil Yadav	Public	40,000	2,30,00,000
9	Navin Ghorawat	Public	30,000	1,72,50,000
10	Anita Yashvant Gaydhane	Public	20,000	1,15,00,000
11	Siddarth Razdan	Public	8,000	46,00,000
12	Priyanka Kumar	Public	5,000	28,75,000
<b>Total</b>			<b>10,00,000</b>	<b>57,50,00,000</b>

### POST ALLOTMENT OF SECURITIES - OUTCOME OF THE SUBSCRIPTION

S. No.	Category of Shareholder	# Pre-preferential Allotment		* Post Preferential Allotment	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1	Promoters & Promoters	84,20,824	52.00	84,20,824	48.97



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	Group				
2	Public	77,73,424	48.00	87,73,424	51.03
	<b>Total</b>	<b>1,61,94,248</b>	<b>100.00</b>	<b>1,71,94,248</b>	<b>100</b>

# (Pre-preferential capital is based on assumption that warrant issued & allotted on 14.03.2025 have been fully converted into equity shares.)

\* (Post preferential capital is based on assumption that warrant have been fully converted into equity shares.)

### Annexure – B

Sr. No.	Particulars	Details								
1	Name of the target entity, details in brief such as size, turnover etc.	<p>M/s Grace Green Infra Private Limited (“GGIPL”) a Company incorporated Under the Companies Act, 2013</p> <p>Authorised Share Capital Rs. 100000 Paid Up Capital Rs. 100000 Last Three Years Turnover</p> <p style="text-align: right;">(Rs. In Lakhs)</p> <table><tr><th>Financial Year</th><th>Amount</th></tr><tr><td>As on 30<sup>th</sup> Sep, 2025 (From 01.04.2025 to 30.09.2025) (Unaudited)</td><td>227.12</td></tr><tr><td>2024-25</td><td>165.29</td></tr><tr><td>2023-24</td><td>763.36</td></tr></table>	Financial Year	Amount	As on 30 <sup>th</sup> Sep, 2025 (From 01.04.2025 to 30.09.2025) (Unaudited)	227.12	2024-25	165.29	2023-24	763.36
Financial Year	Amount									
As on 30 <sup>th</sup> Sep, 2025 (From 01.04.2025 to 30.09.2025) (Unaudited)	227.12									
2024-25	165.29									
2023-24	763.36									
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”.	The acquisition does not fall within the related party transaction and none of the group companies have any interest in the above entities.								
3	Industry to which the entity being acquired belongs	Environment sustainability and specialty chemicals for total water and wastewater treatment solutions								
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	This acquisition aligns with the strategic objectives of Z-Tech (India) Limited and is expected to provide strong <b>synergistic benefits</b> to the Company’s <b>Theme Park</b> and <b>Wastewater Management</b> business segments. The investment is aimed at strengthening Z-Tech’s capabilities, fostering operational integration, and enhancing long-term value creation.								



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5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition	About 07 days to 15 days or as may be mutually decided between the Parties.
7	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration
8	Cost of acquisition or the price at which the shares are acquired;	The acquisition of GGIPL will be for a consideration of INR 19,00,00,000/- (Rupees Nineteen Crore Only) to be paid on the completion date of the acquisition.
9	Percentage of shareholding / control acquired and / or number of shares acquired;	76%
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>GGIPL is a company incorporated under the Companies Act, 2013. The Company offers customized solutions for environment sustainability and specialty chemicals for total water and wastewater treatment solutions. GGIPL also manufacture water treatment plants and equipment ranging from low to mid-size capacity along and supply effluent treatment plants and STP facilities tailored. GGIPL possesses a proprietary, government-certified environmental treatment technology i.e. <b>Grace Vermi-Filtration Solution, Grace Packaged FRP STP &amp; Grace Nanobubble &amp; Bio Remediation Technology.</b></p> <p>Date of Incorporation – May 11, 2020</p> <p>Country of Incorporation – India</p>