

Date: October 28, 2025

BSE Limited,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

National Stock Exchange of India Limited,
The Listing Department,
Exchange Plaza,
Bandra Kurla Complex,
Mumbai-400051

Scrip Code: 544545

Scrip code: INE0MWH01014 **Symbol:** TRUALT

Sub: Outcome of the Board Meeting of the Company held on October 28, 2025

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

Dear Sir/Madam,

Pursuant to the provisions of the Regulation 30 read with other applicable regulations of the Listing Regulations, we hereby wish to inform you that the Board of Directors of the Company, at their meeting held today, i.e., Tuesday, October 28, 2025, from 1:00 P.M. to 03:45 P.M., has, inter alia, considered and approved the following:

1. Providing a Corporate Guarantee worth 51% of the project cost in line with the JVA conditions with Sumitomo Corp in favour of the National Bank for Agriculture and Rural Development (NABARD) and pledging of equity shares held by the Company in its subsidiary, Trualt Gas Private Limited ("TGPL"), as security for the term loan facility of ₹180,00,00,000 (Rupees One Hundred Eighty Crore only), sanctioned by NABARD to TGPL for setting up of 3 CBG plants with a capacity of 20 TPD each plant.

The Corporate Guarantee shall be provided by the Company to the extent of its 51% shareholding in TGPL, while the balance 49% shall be secured by the Joint Venture Partner, Sumitomo Corporation as mutually agreed upon. This arrangement ensures proportionate security coverage and equitable commitment by both Joint Venture partners in accordance with their respective shareholding, thereby facilitating the successful implementation of the project and meeting the security conditions prescribed by NABARD.

2. Additional investment of upto Rs. 20,00,00,000 (Rupees Twenty Crores only), in the equity shares of Trualt Gas Private Limited, a subsidiary of the Company.
3. Removal of Mr. Deepak Kumar Gulati from the position of Company Secretary and Compliance Officer of the Company.

Further, in compliance with Regulation 30 of the SEBI Listing Regulations and Clause 1 of Part A of Schedule III thereof, read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, we are enclosing the requisite disclosure details as Annexure-A, B, and C respectively to this letter.



TRUALT BIOENERGY LIMITED

(FORMERLY KNOWN AS TRUALT ENERGY LIMITED)

☎ 080 - 23255000 | 23255600

✉ contact@trualtbioenergy.com

🌐 www.trualtbioenergy.com

GSTIN - 29AAICT5347A1ZB

CIN - U15400KA2021PLC145978

The aforementioned information is also available on the Company's website: www.trualtbioenergy.com.

We request you to kindly take the above on record.

Thanking you,
Yours faithfully,
For **Trualt Bioenergy Limited**

Vijaykumar Nirani
Managing Director
(DIN : 07413777)

Registered Office :

Survey No. 166, Kulali Cross, Jamkhandi
Mudhol Road, Bagalkot, Karnataka - 587313, India

Corporate Office :

#S-904 /A, 9th Floor, World Trade Center, Brigade Gateway Campus,
#26/1, Dr Rajkumar Road, Malleswaram West, Bengaluru - 560 055

Annexure-A

Brief details pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is as under

Sl. No.	Particulars	Details
1	Name of party for which such guarantee or indemnity or surety was given	Trualt Gas Private Limited
2	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	Trualt Gas Private Limited (“TGPL”) is a subsidiary of Trualt Bioenergy Limited. None of the promoters or members of the promoters group or directors of the Company are interested in the proposed transaction except Mr. Vijaykumar Murugesh Nirani, Mr. Vishal Nirani and Mrs. Sushmitha Vijaykumar Nirani are Directors in TGPL. The transaction is done at arm’s length basis
3	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee:	1) The Company shall provide the Corporate Guarantee worth 51% of the project cost in line with the JVA conditions with Sumitomo Corp, in favour of NABARD as security for the term loan facility of Rs. 180.00 Cr sanctioned to Trualt Gas Private Limited (TGPL), a subsidiary Company for setting up of 3 CBG plants with a capacity of 20 TPD, upto the extent of outstanding loan amount. The Corporate Guarantee shall be provided by the Company to the extent of its 51% shareholding in TGPL, while the balance 49% shall be secured by the Joint Venture Partner, Sumitomo Corporation as mutually agreed upon. This arrangement ensures proportionate security coverage and equitable commitment by both Joint Venture partners in accordance with their respective shareholding, thereby facilitating the successful implementation of the project

		and meeting the security conditions prescribed by NABARD. 2) Pledge of 51% equity shares held by the Company in Trualt Gas Private Limited (TGPL), a subsidiary Company, in favour of NABARD against the said term loan sanctioned to TGPL.
4	Impact of such guarantees or indemnity or surety on listed entity.	The said Corporate Guarantee is provided on behalf of the TGPL a subsidiary Company. At this point, there is no impact of the said Guarantee on the Company other than disclosure in the financial statement. The pledge does not affect the shareholding pattern of the listed entity Trualt Bioenergy Limited. It is only on the shares of its subsidiary Company. This pledge is in full compliance with the relevant SEBI regulations and does not affect our rights in the subsidiary. The Company will comply with all applicable statutory requirements in this regard.

Annexure-B

Brief details pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is as under:

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Trualt Gas Private Limited. Turnover for FY 2025: Nil (as on March 31, 2025)
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 entity is a subsidiary of the Company, hence, is a related party of the Company within the meaning of the Companies Act, 2013 read with SEBI LODR Regulations, 2015 The transaction is being done at Fair Market Value (FMV) of the equity shares which is determined by Mr. Gaurav Madhukar Vispute, an Independent Registered valuer having registration NO. IBBI/RV/06/2020/13515 and ICAI RVO M No. - ICAIRVO/06/RV-P00110/ 2020-2021 vide its report dated October 13, 2025.
3.	Industry to which the entity being acquired belongs	Compressed Biogas (CBG)
4.	Objects and impact 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)	The proposed additional investment forms part of a broader strategic initiative being undertaken by the Company pursuant to an ongoing understanding with Sumitomo Corporation, Japan, to enter into a Joint Venture Agreement (JVA) with the intention of operating TGPL as a joint venture company upon completion of the proposed transaction. The investment is, therefore, a precursor to the intended joint venture structure and aims to strengthen TGPL’s balance sheet and operations ahead of the joint venture.

		This is in align with the Company's objective to expand its presence in the compressed biogas (CBG) sector. This will enable the Company to: • Leverage emerging opportunities in the CBG segment under the Government of India's renewable energy and green fuel initiatives; • Facilitate the proposed establishment of a joint venture with SUMITOMO Corporation in the biogas sector, thereby combining technical expertise, operational capabilities, and financial resources; and • Enhance long-term revenue visibility through participation in an environmentally sustainable and high-growth business area. The proposed acquisition is expected to have a positive impact on the overall business operations and profitability of the Company in the medium to long term. It will contribute to the diversification of the Company's revenue streams and further strengthen its commitment to Environmental, Social, and Governance (ESG) objectives.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6.	Indicative time period for completion of the acquisition	On or before 30.11.2025
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration

8.	Cost of acquisition and/or the price at which the shares are acquired	Additional investment of upto Rs. 20,00,00,000/- (Rupees Twenty Crore Only) in the equity shares of Trualt Gas Private Limited, at a price of Rs. 24/- (Rupees Twenty Four) per equity share in one or more tranche(s).
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Additional 83,33,333* equity shares of a face value of Rs. 10/- will be acquired in one or more tranche(s) at a price of Rs. 24/- per equity share as determined by an independent registered valuer.
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)	TGPL was incorporated on September 06, 2024, to carry on the business of processing municipal solid waste, press mud and natural gas. This includes manufacturing compressed biogas and allied products like Fermented Organic Manure, Liquid Fermented Organic Manure derived from waste or bio-mass sources and Potash derived from molasses and engaging in the business of refining and dealing in fuels, oils, and petroleum of every kind. The company shall also operate refineries for these oils, manufacture lubricating oils, and provide all necessary accessories for the equipment and operation of oil wells and refineries and to manufacture, sell, deal in, import, and export petroleum byproducts and lubricating oils. The Company has yet to start its commercial operations hence turnover for the previous 3 years is not available.

* Number of shares are subject to Fair Market Value (FMV) to be determined at the time of execution of transaction.

Annexure-C

Brief details pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is as under:

S. No.	Particulars	Details
1	Reason for change viz., appointment, reappointment, resignation, cessation, removal, death or otherwise	The Board was informed that in view of the management decision and after due consideration of the operational, urgent compliances requirements of the Company, owing to the absence of Mr. Deepak Kumar Gulati from office, for the larger period in the month of October and non satisfactory performance and in the interest of ensuring smooth functioning and compliance continuity, the Board has decided to remove Mr. Deepak Kumar Gulati from the position of Company Secretary and Compliance Officer with immediate effect.
2	Date of appointment / cessation (as applicable) & term of appointment	With immediate effect i.e., 28 th October, 2025.
3	Brief profile (in case of appointment)	NA
4	Disclosure of relationships between directors (in case of appointment of a director)	NA

Registered Office :

Survey No. 166, Kulali Cross, Jamkhandi
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