



## GOODRICKE GROUP LIMITED

Registered Office :  
"Camellia House" 14, Gurusaday Road, Kolkata - 700 019  
Telephone : 2287-3067, 2287-8737, 2287-1816  
Fax No. (033) 2287-2577, 2287-7089  
E-mail : goodricke@goodricke.com  
visit us at : www.goodricke.com  
CIN-L01132WB1977PLC031054

Date: 20.02.2026

To  
Corporate Relationship Department,  
BSE Limited,  
Phiroze JeeJeebhoy Towers,  
Dalal Street, Mumbai – 400001  
BSE SCRIP Code – 500166

Dear Sir/Madam,

**Sub: Execution of Non-Binding Memorandum of Understanding (MoU) for Sale of Barnesbeg Tea Estate - Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015**

This is to inform you that the Company has, on this 20<sup>th</sup> day of February, 2026, executed a Non-binding Memorandum of Understanding (MoU) with Mr. Akshay Shankar Das, (PAN: BRXPD5943A), S/o Shri Sudhi Shankar Das, residing at 1/1A Gobinda Auddy Road, Oriental Chemical Works Pvt Ltd, Chetla, Alipore, Kolkata - 700027. The purpose of the said MoU is to permit the commencement of due diligence in relation to the proposed sale of Barnesbeg Tea Estate, on an "as is, where is" basis. It is clarified that the MoU is non-binding in nature and the execution of a definitive agreement for the said transaction shall be subject to the completion of satisfactory due diligence. The Board of Directors of the Company has approved the execution of the aforesaid MoU by way of a resolution passed by circulation on 18<sup>th</sup> February, 2026.

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023, the requisite details in the prescribed format are enclosed herewith as **Annexure I**.

You are requested to kindly take above information on record.

Thanking You,  
Yours faithfully,  
**FOR GOODRICKE GROUP LIMITED**

**ARNAB CHAKRABORTY**  
**COMPANY SECRETARY**

**Encl.: As above**



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### Annexure -1

<u>Sl. No.</u>	<u>Particulars</u>	<u>Description</u>
a.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	Amount & percentage (%) of Turnover/revenue/income contributed by Barnesbeg tea estate during the previous financial year 2024-25: Rs. 2.29 Crores, contributing 0.25% of total turnover of the Company during the last financial year, fetching an average annual own crop of 44,000 Kgs of tea.  Net Worth contribution: 0.65% of total Net Worth of the Company as on 31 <sup>st</sup> March, 2025.
b.	Date on which the MoU has been entered into;	Non-Binding MoU entered on 20 <sup>th</sup> February, 2026
c.	The expected date of completion of sale/disposal/ execution of definitive Agreement for sale.	31 <sup>st</sup> March, 2026
d.	Consideration received from such sale/disposal;	Rs. 4,50,00,000/- (Rupees Four Crore Fifty Lakhs Only) exclusive of applicable taxes subject to adjustments for value of current assets and current liabilities as on date of execution of definitive agreement for sale upon completion of due diligence.
e.	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	The buyer is Mr. Akshay Shankar Das, (PAN: BRXPD5943A), S/o Shri Sudhi Shankar Das, residing at 1/1A Gobinda Auddy Road, Oriental Chemical Works Pvt Ltd, Chetla, Alipore, Kolkata - 700027. The subsequent Agreement for sale may be executed with an entity to be promoted and incorporated by the



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		Buyer specifically for this transaction upon satisfactory completion of due diligence. The Buyer doesn't belong to promoter /promoter group or group companies.
f.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The proposed transaction does not constitute a Related Party Transaction.
g.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations;	<p>Yes, the proposed disposal of the tea estate falls outside the scope of the Scheme of Arrangement.</p> <p>The Company has duly obtained the requisite approval of the shareholders in compliance with Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, pursuant to the Postal Ballot Notice dated 13<sup>th</sup> November, 2025.</p> <p>The results of the e-voting, along with the Scrutinizer's Report, were duly filed with the Stock Exchange on 5<sup>th</sup> January 2026.</p>
h.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable