



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

पंजीकृत कार्यालय:

गेल भवन

16 भीकाएजी कामा प्लेस, आर.के. पुरम
नई दिल्ली-110066, इंडिया

Regd. Office:

GAIL BHAWAN

16 BHIKAJI CAMA PLACE, R.K. PURAM
NEW DELHI-110066, INDIA

फोन/PHONE : +91 11 2618 2955

फैक्स/FAX : +91 11 2618 2955

ई-मेल/Email: info@gail.co.in

ND/GAIL/SECTT/2025

27.06.2025

1. Listing Compliance

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East) Mumbai – 400051
Scrip Code: GAIL-EQ

2. Listing Compliance

BSE Limited
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
Scrip Code: 532155

Sub.: Disclosure of event or information under Regulation 30 of SEBI LODR Regulations, 2015

Dear Sir / Madam,

Please find below disclosure pertaining to event or information as stipulated in Regulation 30 of SEBI (LODR) Regulations, 2015:

Acquisition – Equity investment in Talcher Fertilizer Limited		
1	Name of the Target Company, details in brief such as size, turnover, etc.	Name: Talcher Fertilizer Limited (TFL) incorporated on 13.11.2015 as a Joint Venture Company of GAIL (India) Ltd., Coal India Ltd. (CIL), Rashtriya Chemicals & Fertilizers Ltd. (RCF) and Fertilizer Corporation of India Limited (FCIL) for revival of FCIL's Fertilizer unit by setting up a Coal Gasification based fertilizer plant at Talcher, Odisha with shareholding of 31.85% each by GAIL, CIL and RCF and 4.45% by FCIL. The current shareholding as per paid-up equity share capital of TFL is GAIL: 33.333%, CIL: 33.333%, RCF: 33.333% & FCIL: 0.0002%. Size/Turnover: Not Applicable
2	Whether the acquisition would fall within the related party transaction(s) and whether the promoter /promoter	Acquisition will not fall under Related Party Transactions under Regulation 2(1)(zc) of SEBI LODR Regulations, 2015 as proposed

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	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"	transaction pertains to subscription of shares pursuant to corporate action by TFL which are uniformly applicable/offered to all shareholders in proportion to their shareholding (issuance of securities by way of a rights issue).
3	Industry to which the entity being acquired belongs	Chemical and Fertilizer
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)	Subscription to Right Issue
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 09.07.2025
7	Nature of consideration - whether Cash consideration or share swap and details of the same	Cash consideration for subscription of Equity Share pursuant to Right issue
8	Cost of acquisition or the price at which shares are acquired	Face value of equity shares @ Rs. 10/- each
9	Percentage of shareholding/ control acquired and/ or number of shares acquired	Subscribing of 1,06,75,06,771 equity shares of Rs. 10/- each
10	Brief background about the entity acquired in terms of product/line of and 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)	Urea Production through coal gasification. History of last 3 years turnover: Not Applicable Country in which the acquired entity has presence: India

This disclosure is in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully,

(Mahesh Kumar Agarwal)
Company Secretary

Copy to:

- | | |
|--|-----------------------------------|
| <p>1. Deutsche Bank AG, Filiale Mumbai
TSS & Global Equity Services
The Capital, 14th Floor
C-70, G Block, Bandra Kurla Complex
Mumbai -400051</p> | <p>K/A- Ms. Aparna Salunke</p> |
| <p>2. Beacon Trusteeship Limited
4 C and D Siddhivinayak Chambers,
Gandhi Nagar, Opposite MIG Cricket Club,</p> | <p>K/A- Mr. Kaustubh Kulkarni</p> |