



Windlas Biotech Limited

Reg. Off.: 40/1, Mohabewala Industrial Area  
Dehradun, Uttarakhand 248 110, India  
Tel.:+91-135-6608000-30, Fax:+91-135-6608199

Corp. Off.: 705-706, Vatika Professional Point, Sector-66,  
Golf Course Ext. Road, Gurgaon, Haryana 122 001, India  
Tel.:+91-124-2821030

CIN-L74899UR2001PLC033407

April 17, 2026

To  
Listing / Compliance Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

To  
Listing / Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051

**BSE CODE: 543329**

**NSE SYMBOL: WINDLAS**

Dear Sir/ Madam,

**Sub: Outcome of the Board Meeting held on April 17, 2026**

**Ref: Regulation 30 and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulation”) as amended**

Dear Sir/Madam,

Pursuant to Regulation 30 and Regulation 42 and other applicable provisions of the SEBI LODR Regulations, we wish to inform you that the Board of Directors (“**Board**”) of Windlas Biotech Limited (“**Company**”), in its meeting held on today, i.e., Friday, April 17, 2026, has inter alia, considered and approved the following matters:

**1. Approval for Buyback of fully paid-up equity shares of the Company**

The Board approved the proposal of buyback up to 4,70,000 (Four Lakh Seventy Thousand) fully paid-up equity shares of the company, each having face value of INR 5.00/- (Indian Rupees Five Only), representing 2.23% of the total equity shares in the existing total paid-up equity share capital of the company, from all eligible shareholders, for an amount not exceeding INR 47,00,00,000 (Indian Rupees Forty Seven Crore Only) (“Buyback Size”), being 9.80% and 9.80% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company based on the latest audited standalone and consolidated financial statements as at March 31, 2025, respectively, at a buyback price of INR 1,000 (Indian Rupees One Thousand Only) per equity share (“Buyback Price”), payable in cash. The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes on this, securities transaction tax, goods and services tax, stamp duty, etc., and expenses incurred or to be incurred for the buyback like filing fees payable to the Securities and Exchange Board of India (“SEBI”), advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc.

The buyback is proposed to be made from all the shareholders/beneficial owners excluding promoters and members of promoter group of the Company as on a record date on a proportionate basis through the “Tender Offer” route, as prescribed under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (“SEBI Buy-Back Regulations”) provided that 15% (fifteen percent) of the number of Equity Shares which the Company



proposes to Buy Back or number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as prescribed under the SEBI Buy Back Regulations (hereinafter referred to as the “Buy Back”).

The Board has noted the intention of the Promoters and members of the Promoter Group of the Company not to participate in the proposed Buy Back.

The Board has also constituted a buyback committee and delegated its power to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper in connection with the Buyback.

The Board/ Buyback committee may, till one working day prior to the record date, increase the Buyback price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the aggregate size of the Buyback, in terms of Regulation 5(via) of the SEBI Buyback Regulations.

**Mr. Ananta Narayan Panda**, Company Secretary, the undersigned is appointed as the Compliance officer for the purpose of proposed Buy Back.

**Fintellectual Corporate Advisors Private Limited**, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buyback.

The public announcement and letter of offer in relation to the Buyback setting out the process, timelines and other requisite details will also be released in due course in accordance with the SEBI Buyback Regulations.

## **2. Fixation of Record date for the buyback:**

Pursuant to Regulation 42 of the SEBI LODR Regulations and regulation 9(i) of the SEBI Buy-Back Regulations, **Friday, April 24, 2026 has been fixed as the record date** for the purpose of ascertaining the eligibility of shareholders for buyback of Equity Shares.

The Pre-Buy Back shareholding of the Company as on March 31, 2026 is annexed as **Annexure-A**. Further, the post Buy Back shareholding of the Company shall be ascertained after the completion of the Buy Back.

The relevant details as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/ 2026 dated July 11, 2023 and updated on January 30, 2026, are provided in **Annexure-B**.

The said meeting commenced at 01:00 p.m. and concluded at 01:55 p.m.

We hereby request you to kindly take the above information on record.

Thanking you,



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Yours faithfully,

**For Windlas Biotech Limited**

**ANANTA NARAYAN PANDA**

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Ananta Narayan Panda

**Company Secretary & Compliance Officer**

**Annexure-A****Pre-buyback shareholding pattern of the Company as on March 31, 2026 is set out as below:**

Sr. No.	Shareholder Category	Number of Shareholders	No. of equity shares held	% of shareholding
1.	Promoters & Promoter Group	7	1,30,65,352	61.90
2.	Mutual Funds	4	14,94,421	7.08
3.	Alternative Investment Funds	9	9,96,857	4.72
4.	NBFCs registered with RBI	1	450	0.00
5.	Foreign Portfolio Investors	25	1,25,885	0.60
6.	Directors and their relatives (excluding independent directors and nominee directors)	1	23,533	0.11
7.	Key Managerial Personnel	2	33,443	0.16
8.	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	42,408	41,11,525	19.48
9.	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	3	3,72,034	1.76
10.	Non-Resident Indians (NRIs)	788	2,89,720	1.37
11.	Bodies Corporate	153	2,69,143	1.28
12.	Others	1,368	3,23,866	1.53
	<b>Total</b>	<b>44,769</b>	<b>2,11,06,229</b>	<b>100.00</b>

*Note: The post buyback shareholding pattern of the Company shall be ascertained after the completion of buyback.*

**Annexure-B**

The details as required under LODR Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/ 2026 dated July 11, 2023 and updated on January 30, 2026, are as follows:

Sr. No.	Particulars	Details
1.	Number of securities proposed for the buyback	Buyback of up to 4,70,000 Equity Shares
2.	Number of securities proposed for the buyback as a percentage of existing paid-up capital	Buyback of up to 4,70,000 Equity Shares representing up to 2.23% of the total number of Equity Shares in the existing total paid-up Equity Shares capital of the Company.
3.	Buyback price	INR 1,000/- (Indian Rupees One Thousand Only) per equity share, payable in cash.
4.	Actual securities in number and percentage of existing paid-up capital bought back	Buyback of up to 4,70,000 Equity Shares representing up to 2.23% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company. However, the actual number of Equity Shares and percentage of existing paid-up capital bought back shall be ascertained following the completion of the buyback.
5.	Pre & Post shareholding pattern	Pre buyback shareholding pattern of the Company is provided in <b>Annexure-A</b> and the post buyback shareholding shall be ascertained after the completion of buyback.