



**ITC Limited**  
Virginia House  
37 J. L. Nehru Road  
Kolkata 700 071, India  
Tel. : 91 33 2288 9371  
Fax : 91 33 2288 2258 / 2259 / 2260

1<sup>st</sup> April, 2026

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C-1, G Block  
Bandra-Kurla Complex, Bandra (East)  
Mumbai 400 051

The General Manager  
Dept. of Corporate Services  
BSE Ltd.  
P. J. Towers, Dalal Street  
Mumbai 400 001

Dear Sirs,

**Sproutlife Foods Private Limited**

This has reference to our earlier communications with respect to acquisition of the shares of Sproutlife Foods Private Limited ('Sproutlife') by the Company.

We now write to advise that the Company with effect from today i.e., 1<sup>st</sup> April, 2026 has acquired the right to nominate majority of the Directors on the Board of Sproutlife. Consequently, Sproutlife has become a subsidiary of the Company with effect from 1<sup>st</sup> April, 2026, in terms of Section 2(87)(i) of the Companies Act, 2013.

Enclosed please find the relevant disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Master Circular dated 30<sup>th</sup> January, 2026.

Yours faithfully,  
ITC Limited

(R. K. Singhi)  
Executive Vice President &  
Company Secretary

Encl. as above.



cc: Securities Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
Mail Stop 3-9  
450 Fifth Street  
Washington DC 20549  
U.S.A.

cc: Societe de la Bourse de Luxembourg  
35A Boulevard Joseph II  
L-1840 Luxembourg

Sl. No.	Particulars	Disclosures
1.	<b>Name of the target entity</b>	Sproutlife Foods Private Limited ('Sproutlife').
2.	<p><b>Whether the acquisition would fall within related party transaction(s)?</b></p> <p><b>Whether the promoter / promoter group / group companies have any interest in the entity being acquired?</b></p> <p><b>If yes, nature of interest and details thereof and whether the same is done at 'arms length'</b></p>	<p>Not Applicable.</p> <p>The Company does not have any promoter / promoter group. The group companies do not have any interest in Sproutlife.</p>
3.	<b>Industry to which the entity being acquired belongs</b>	New and innovative food products.
4.	<b>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)</b>	As advised earlier, the acquisition of Sproutlife is in line with the strategy to augment the Company's future ready portfolio in foods segment.
5.	<b>Brief details of any governmental or regulatory approvals required for the acquisition</b>	None.
6.	<b>Indicative time period for completion of the acquisition</b>	Not Applicable.
7.	<b>Consideration - whether cash consideration or share swap or any other form and details of the same</b>	Not Applicable.
8.	<b>Cost of acquisition and / or the price at which the shares are acquired</b>	Not Applicable.
9.	<b>Percentage of shareholding / control acquired and / or number of shares acquired</b>	<p>As advised earlier, the Company's shareholding in Sproutlife is ~ 47.50% of its share capital (on a fully diluted basis).</p> <p>However, in terms of the Shareholders' Agreement executed on 19<sup>th</sup> April, 2023, the Company with effect from 1<sup>st</sup> April, 2026 has acquired the right to nominate majority of the Directors on the Board of Sproutlife.</p>

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10.	<b>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)</b>	<p>Sproutlife is engaged in the business of manufacturing and selling food products under the trademark ‘Yoga Bar’. Positioned as a digital first brand, Yoga Bar currently has high salience of on-line sales (D2C, e-commerce platforms etc.) with growing presence in offline stores.</p> <p>Other details are as follows:</p> <table border="1" data-bbox="759 609 1410 1034"> <tr> <td data-bbox="759 609 1094 741"><b>Products / line of business of the target entity</b></td> <td colspan="2" data-bbox="1094 609 1410 741">Manufacture and sale of food products</td> </tr> <tr> <td data-bbox="759 741 1094 801"><b>Date of incorporation</b></td> <td colspan="2" data-bbox="1094 741 1410 801">13<sup>th</sup> February, 2015</td> </tr> <tr> <td data-bbox="759 801 1094 976" rowspan="3"><b>Last 3 years’ turnover (based on audited accounts)</b></td> <td data-bbox="1094 801 1235 862">2024-25</td> <td data-bbox="1235 801 1410 862">₹ 200 crores</td> </tr> <tr> <td data-bbox="1094 862 1235 922">2023-24</td> <td data-bbox="1235 862 1410 922">₹ 108 crores</td> </tr> <tr> <td data-bbox="1094 922 1235 976">2022-23</td> <td data-bbox="1235 922 1410 976">₹ 88 crores</td> </tr> <tr> <td data-bbox="759 976 1094 1034"><b>Country of operations</b></td> <td colspan="2" data-bbox="1094 976 1410 1034">India</td> </tr> </table>	<b>Products / line of business of the target entity</b>	Manufacture and sale of food products		<b>Date of incorporation</b>	13 <sup>th</sup> February, 2015		<b>Last 3 years’ turnover (based on audited accounts)</b>	2024-25	₹ 200 crores	2023-24	₹ 108 crores	2022-23	₹ 88 crores	<b>Country of operations</b>	India	
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