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WINDSOR MACHINES LIMITED
Registered Office: Floor No. 3 & 4, Corporate House No. 6, Block B, Magnet Corporate Park, Off. S G Highway, Thaltej, Ahmedabad, Gujarat, India, 380054

February 10, 2026

To,

BSE Limited.

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

National Stock Exchange of India Limited.

Exchange Plaza, Plot No. C/ 1, G Block,
Bandra- Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 522029

Trading Symbol: WINDMACHIN

Subject: Update on sale of Industrial Plots including the existing factory building structures thereon at Plots Number 5402, 5403, 5404 and 5405 at Phase IV, GIDC Vatva, Ahmedabad - 382445, Gujarat.

Reference: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ["SEBI Listing Regulations, 2015"].

Dear Sir/Madam,

With reference to the captioned subject and in furtherance to the outcome of the Meeting of the Board of Directors held on February 07, 2026, wherein the Board had approved the proposal for sale of Company's Industrial Land/Plots along with the existing factory building structures standing thereon located at Plots Number 5402, 5403, 5404 and 5405 at Phase IV, GIDC Vatva, Ahmedabad - 382445, Gujarat. The Company has earlier started the shifting its manufacturing operations from the aforesaid facility to a new location at Chibhda, Rajkot, as intimated to the Stock Exchanges on August 29, 2025.

In furtherance, it is hereby informed that the Company has entered into a Memorandum of Understanding (MOU) today, i.e. Tuesday, February 10, 2026, with M/s. Lloyds Engineering Works Limited, a company incorporated under the Companies Act, 1956 having registered office at Plot No. A - 5/5, Murbad Industrial Area, Murbad, Thane 421 401, Maharashtra, for the proposed sale of the aforesaid industrial plots along with the factory building structures. The abovementioned transaction is subject to signing of definitive agreements, completion of customary closing conditions under the definitive agreements and receipt of regulatory or statutory approvals, if any.

The updated details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as "**Annexure-I**".

Kindly take the above information on your records.

For **Windsor Machines Limited**

Rohit Sojitra

Company Secretary and Compliance Officer

Encl: a/a

Annexure I

The updated details required under Regulation 30 of SEBI LODR Regulation read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as under:

Sr. No.	Particulars	Details
1	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;	As the proposed sale is of Industrial Plots including building structure located at Industrial Plot No. 5402-5405 Phase IV, GIDC Vatva, Ahmedabad-382445, after shifting of Manufacturing facilities from Vatva Unit to new manufacturing facilities at Chibhda, Rajkot. Revenue of Vatva Unit was Rs. 140.87 crore i.e. 42.82% of the total revenue and net worth of Rs. 135.24 crore (18.5% of the total net worth) of the company during the last financial year ended March 31, 2025.
2	Date on which the agreement for sale has been entered into;	The Definitive agreements shall be signed in due course of time
3	The expected date of completion of sale/disposal;	6 months
4	Consideration received from such sale/disposal;	Rs. 147.50 Crores to be received in multiple tranches over a period.
5	Name and Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Lloyds Engineering Works Limited ("LEWL"), a company incorporated under the Companies Act, 1956 having registered office at Plot No. A - 5/5, Murbad Industrial Area, Murbad, Thane 421 401, Maharashtra LEWL is not a part of Promoter/Promoter Group/Group Companies as defined under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	It is not Related Party Transactions as Lloyds Engineering Works Limited is not a Related Party in terms of Section 2(76) of the Companies Act, 2013, Regulation 2(zb) of SEBI Listing Regulations and the applicable Accounting Standards.



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WINDSOR
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7	<p>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> <p>i. Object of sale of: ii. Commercial Rational for: iii. Use/investment of proceeds arising from: sale, lease or otherwise disposal of the whole or substantially the whole of the undertaking.</p>	<p>Sale is not a part of Scheme of Arrangement. The Company has set up new plant at Rajkot & plan to consolidate existing operations of Vatva & Chhatral Unit at one place. So, Company has decided, subject to share holders' approval as per regulation 37A, to monetize Vatva Plant land & building. Sales consideration is as per prevailing market value in the area. Sale proceeds will be used for the ongoing set up of Rajkot Plant, working capital for expansion & other general corporate purposes.</p>
8	<p>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. "Slump sale" shall mean the transfer of one or more undertakings, as a result of the sale for a lump sum consideration, without values being assigned to the individual assets and liabilities in such sales.</p> <p>a) name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;</p> <p>b) whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";</p> <p>c) area of business of the entity(ies);</p> <p>d) rationale for amalgamation/merger;</p> <p>e) in case of cash consideration - amount or otherwise share exchange ratio;</p> <p>f) brief details of change in shareholding pattern (if any) of listed entity.</p>	<p>Proposed sale is not Slump Sale as it is sale of industrial plots along with the existing factory building structure located at Plots Number 5402, 5403, 5404 and 5405 at Phase IV, GIDC Vatva, Ahmedabad - 382445, Gujarat, after shifting of manufacturing facility at new plant at Chibhda, Rajkot. therefore it is not applicable.</p>