

Ref. No.: MAL-SEC/30/2025-26

Date: February 12, 2026

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 544451

Sub: Outcome of Board Meeting held on February 12, 2026

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company at its meeting held today i.e. Thursday, February 12, 2026, has inter-alia considered and approved the following matters:

I. Approval of Monika Alcobev Employee Stock Option Scheme, 2026:

Based on the recommendations of the Nomination & Remuneration Committee, the Board of Directors have approved the “Monika Alcobev Employee Stock Option Scheme, 2026” (“ESOS- 2026 or Scheme”) for the grant of stock options to eligible employees/directors of the Company and/or its Holding Company(ies), Subsidiary Company(ies) and/ or Associate Company(ies), Group Company(ies) [present or future], subject to the approval of the shareholders of the Company in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI (SBEB & SE) Regulations”).

The disclosure pursuant to Regulation 30 of 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 herewith as “Annexure A”.

II. Approval of Postal Ballot Notice:

Pursuant to the applicable provisions of the Companies Act, 2013 (read with the rules made thereunder), the SEBI Listing Regulations, and various circulars issued by the Ministry of Corporate Affairs from time to time, the Board of Directors approved the draft Postal Ballot Notice for seeking approval of the members of the Company through electronic voting (remote e-voting) for the following items:

- a. Approval of aforesaid Employee Stock Option Scheme, 2026;
- b. Extend approval of ESOS-2026 to the employees/directors of its Holding Company(ies), Subsidiary Company(ies) and/ or Associate Company(ies), Group Company(ies) [Present and Future];
- c. Regularisation of appointment of Mr. Samir Kumar Das (DIN: 09645179) as an Independent Director; and

d. Regularisation of appointment of Mr. Ghanshyam Vijaykumar Vyas (DIN: 11386659) as an Independent Director.

The disclosure pursuant to Regulation 30 of the SEBI Listing Regulations, regarding the appointment of Mr. Samir Kumar Das and Mr. Ghanshyam Vijaykumar Vyas as Additional Independent Directors by the Board of Directors at its meeting held on November 24, 2025, was filed with the Stock Exchange vide our intimation Ref. No. MAL-SEC/15/2025-26 dated November 24, 2025.

The Postal Ballot Notice shall be circulated to the members in due course and the same shall be filed with the Stock Exchange(s) in compliance with the applicable regulations.

III. Appointment of Secretarial Auditor:

The Board of Directors have approved the appointment of M/s. Agrawal Mundra & Associates, Company Secretaries, as the Secretarial Auditor of the Company for the Financial Year 2025–26.

The disclosure pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, are enclosed herewith as “**Annexure B**”.

The above information shall be available on the Company's website at www.monikaalcobev.com.

The meeting commenced at 5:15 P.M. and concluded at 6:25 P.M.

Please take the above information on record.

Thanking you,

Yours faithfully,
For **Monika Alcobev Limited**



Kalpesh Ramina
Company Secretary & Compliance Officer

Encl: As above

“Annexure A”

Approval of Monika Alcobev Employee Stock Option Scheme, 2026 (“ESOS-2026 or Scheme”)

The disclosure pursuant to Regulation 30 of SEBI Listing Regulations, 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
a.	Brief details of options granted	<p>Currently, no grants are being made under the ESOS-2026 as the Scheme is subject to shareholders’ approval.</p> <p>However, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), the Board of Directors of the Company have approved the formulation of the Scheme. Under the Scheme, the Board has the authority to grant up to 10,00,000 (Ten Lakhs) employee stock options to eligible employees/directors of the Company and its holding, subsidiary, associate and group companies, in one or more tranches, as determined by the NRC. These options shall be exercisable into not more than 10,00,000 (Ten Lakhs) equity shares of ₹10/- each, fully paid-up, subject to the approval of shareholders and such other regulatory/statutory approvals as may be required.</p>
b.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the ESOS-2026 is in terms of SEBI (SBEB & SE) Regulations.
c.	Total number of shares covered by these options	10,00,000 (Ten Lakhs) equity shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid-up.
d.	Pricing formula	The Exercise Price shall be as may be decided by the NRC as is allowed under the Companies Act, 2013 and SEBI (SBEB & SE) Regulations which in any case will not be lower than the face value and shall not be more than the Market Price of the equity share of the Company at the time of grant of option. Further the Exercise Price can be different for different set of Employees for Options granted on same / different dates and shall be in the conformity with the applicable accounting policies/standards, if any. The same shall be subject to any fair and reasonable adjustments that may be made on account of corporate actions of the Company to comply with the applicable laws.
e.	Options vested	Not applicable at this stage.

f.	Time within which option may be exercised	The exercise period shall not be more than 5 (five) years from the date of respective vesting of Options. The Options granted may be exercised by the grantee at one time or at various points of time within the exercise period as determined by the NRC from time to time.
g.	Options exercised	Not applicable at this stage.
h.	Money realized by exercise of options	
i.	The total number of shares arising as a result of exercise of option	
j.	Options lapsed	
k.	Variation of terms of options	
l.	Brief details of significant terms	The stock options granted to any Employee shall vest within the vesting period in the manner as set forth in the grant letter not earlier than 1 (One) year and not later than 7 (Seven) years from the date of grant. There shall be a minimum period of one year between the grant of stock options and vesting of stock options as stipulated in the ESOS-2026. The vesting may occur in one or more tranches, subject to the terms and conditions of vesting, as stipulated in the ESOS-2026.
m.	Subsequent changes or cancellation or exercise of such options;	Not applicable at this stage.
n.	Diluted earnings per share pursuant to issue of equity shares on exercise of options.	

Appointment of Secretarial Auditor

The disclosure pursuant to 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, are as under:

Sr. No.	Particulars	Details
a.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment
b.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Appointment: February 12, 2026 Term of Appointment: For the Financial Year 2025-26
c.	Brief profile (in case of appointment);	Agrawal Mundra & Associates (AMA), Firm Unique Identification No.: P2019MP077600, is a peer-reviewed firm of Practising Company Secretaries, established in 2019. The firm has its offices in Mumbai and Indore and is supported by a network of associates at other locations. AMA provides corporate secretarial and compliance advisory services to various entities, including start-ups, listed companies, large corporates, and multinational companies. The firm is managed by partners having more than five years of professional experience and is supported by a team of qualified professionals.
d.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable