

# Camlin Fine Sciences Limited announces definitive timetable of its shareholders meeting convened to issue its new shares for the Block Acquisition in Vinpai

Mumbai (India), September 29, 2025 – 19h CEST

CAMLIN FINE SCIENCES LIMITED, a leading Indian group in shelf life solutions for flavour and health & wellness ingredients, listed on the National Stock Exchange of India Ltd and BSE Ltd. in Mumbai India ("**CFSL**") reminds that CFSL and the majority shareholders (the "**Sellers**") of VINPAI (ISIN: FR001400AXT1; ticker: ALVIN) ( "**Vinpai**") have on February 24, 2025 entered into a binding agreement (the "**Share Purchase Agreement**") for the acquisition by CFSL of a majority stake in the Company's share capital at a price of Euro 3.60 per Vinpai share (the "**Block Acquisition**") as well as the issuance of convertible bonds to the benefit of CFSL representing financing necessary for the continuation of Vinpai's business (the "**Convertible Bonds**"). Subject to and upon completion of the Block Acquisition, the Convertible Bonds will be converted into shares of Vinpai and CFSL shall launch a simplified cash tender offer for the remaining shares of Vinpai's share capital (the "**OPAS**") at the same price of the Block Acquisition.

CFSL announces that the formalities relating to the obtaining of an Indian tax identification number (Permanent Account Number or PAN) by each Seller have been completed and the process of opening of a dematerialized account with a bank in India (DEMAT Accounts) by each of the Sellers, necessary to receive the newly ordinary shares of CFSL to be issued as consideration for payment of the Block Acquisition (the "**CFSL Consideration Shares**"), is nearly completed<sup>1</sup>.

CFSL has been informed of a minor change in the composition of the Sellers<sup>2</sup> group which doesn't affect the number of Vinpai shares sold to CFSL by the Sellers. The Sellers together still hold 78.68% of the Company's share capital and 83.73% of its voting rights.

Accordingly, the Board of Directors of CFSL held today has initiated the process to obtain CFSL shareholders' approval to the issuance of CFSL Consideration Shares via postal ballot, with voting scheduled to conclude on October 29, 2025. This approval is subject to the opening of DEMAT accounts on or before the date of allotment of these shares.

<sup>1</sup> Sellers have submitted the required documents with the custodian to open their respective DEMAT Accounts and the DEMAT Accounts are expected to be opened before the allotment of CFSL Consideration Shares.

<sup>2</sup> The Sellers group is now composed as follows: Cyrille Damany (holding 23.95% of of the outstanding share capital) and Philippe Le Ray (holding 14.88% of of the outstanding share capital), Chris Project (holding 24.37% of of the outstanding share capital), Saffelberg Investments (holding 8.82% of of the outstanding share capital), Alexandre de Selliers de Moranville (holding 6.66% of of the outstanding share capital).



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At the aforementioned meeting, the Board of Directors of CFSL fixed the Subscription Price of CFSL Consideration Shares at INR 247.69 (i.e. EUR 2.39) which was calculated in compliance with the pricing rules for preferential issue set out under Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the stipulations of the Share Purchase Agreement (the “**Subscription Price**”)<sup>3</sup>.

Thus, upon completion of the Block Acquisition, the Sellers will receive a total number of 4,106,181 CFSL Consideration Shares representing 2.14% of the share capital and the voting rights of CFSL.

CFSL confirms the definitive timetable of the Block Acquisition and the filing of the draft OPAS which will be as follows:

- September 29, 2025: Meeting of the CFSL Board of Directors to determine the subscription price per CFSL Consideration Shares and to convene the General Meeting of CFSL
- October 29, 2025: CFSL shareholders’ approval via postal ballot, with voting scheduled to conclude on October 29, 2025, to the issuance of CFSL Consideration Shares on preferential basis, and the Subscription Price of said CFSL Consideration Shares.
- On or Before November 12, 2025: Subject to applicable laws and regulatory approvals received by CFSL, allotment of CFSL Consideration Shares against delivery of Block Acquisition
- End of November, 2025 at the latest: Filing of the draft OPAS by CFSL with the French stock market authority (*Autorité des marchés financiers*)<sup>4</sup>.

For further information about CFSL: [www.camlinfs.com](http://www.camlinfs.com)

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### Disclaimer

This press release does not constitute an offer to sell nor a solicitation of an offer to buy Vinpai shares in any country, nor shall there be any sale of shares in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

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<sup>3</sup> Vinpai’s press release dated February, 24 2025

<sup>4</sup> CSFL’s press release dated March 13, 2025 and June, 24 2025

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In France, the issue of bonds convertible into Vinpai shares described above was reserved to an investor falling into the category of beneficiaries defined in the sixteenth resolution of the Company's general meeting dated June 26, 2024, pursuant to article L. 228-91 of the French commercial code and applicable regulatory provisions. Pursuant to article 211-3 of the French stock market authority (*Autorité des marchés financiers*) (the “**AMF**”) general regulations and articles 1(4) and 3 of the Prospectus Regulation, the said issue of convertible bonds will not require the publication of a prospectus approved by the AMF.

With respect to Member States of the European Economic Area, no action has been taken or will be taken to permit a public offering of the securities referred to in this press release requiring the publication of a prospectus in any Member State. Therefore, such securities may not be and shall not be offered in any Member State other than in accordance with the exemptions of article 1(4) of the Prospectus Regulation or, otherwise, in cases not requiring the publication by the Company of a prospectus under article 3 of the Prospectus Regulation and/or the applicable regulations in such Member State.

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