



**November 13, 2025**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001  
**Scrip Code : 507205**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block-G,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai-400 051.  
**Symbol : TI**

**Sub: Earnings Presentation for Unaudited Financial Results for Quarter and half year ended September 30, 2025**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Earnings Presentation for the Unaudited Financial Results for quarter and half year ended September 30, 2025.

The same is also available on our website at [www.tilind.com](http://www.tilind.com).

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For **Tilaknagar Industries Ltd.**

**Minuzeer Bamboat**  
**Company Secretary & Compliance Officer**

**Encl: A/a**

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**E**tiliquor@tilind.com

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**Web:** [www.tilind.com](http://www.tilind.com)

# Tilaknagar Industries Limited

## Earnings Presentation – Q2 & H1 FY26







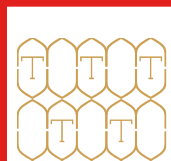
This presentation may include statements which may constitute forward-looking statements including, but without limitation, statements relating to the implementation of strategic initiatives, and other statements relating to **Tilaknagar Industries'** future business developments and economic performance. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results, performance or achievements, could thus differ materially from those projected in any such forward-looking statements.

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# Q2 & H1 FY26 PERFORMANCE







# Management commentary on performance and key highlights



**Mr. Amit Dahanukar**  
Chairman & Managing Director

“I am pleased to share that during the quarter, we gained market share across most key markets, driven by the strong performance of our existing portfolio, which continued to take share from competition and by incremental gains from the introduction of brands in new territories.

The quarter also saw the introduction of Mansion House Whisky in Odisha, Telangana and Kerala, and the launch of Monarch Legacy Edition Brandy in Hyderabad Duty Free, Odisha, Kerala and Karnataka. Under the usership agreement with Spaceman Spirits Lab Private Limited (SSL) - our investee company, we commenced distribution of Samsara Gin and Amara Vodka in Odisha, Puducherry and export markets, further strengthening our presence in the premium and craft spirits segments.

We also made a follow-on investment of INR 10.66 crore in SSL in August 2025. With this investment, Tilaknagar Industries' stake in SSL has increased from 12.98% to 21.36% on a fully diluted basis.

On the financials front, EBITDA in Q2 stood at INR 60 crore; adjusted for the subsidy income, year-on-year growth of 8.2%, while EBITDA margins stood at 15.1%, with doubling down on A&P reinvestment rates ahead of the festive season. In Q2 we also strengthened our org structure in anticipation of Imperial Blue business coming into our fold very soon.

I would also like to highlight that we achieved a major milestone in the acquisition of the Imperial Blue business division from Pernod Ricard India. The Competition Commission of India (CCI) granted approval for the transaction on 7th October 2025. We have made substantial progress on the integration front, with a number of talented professionals joining us across various functions, further strengthening our organizational capabilities. The transaction is expected to be completed in Q3 FY26, and we look forward to welcoming Imperial Blue into our fold.”

## Q2 FY26 Performance

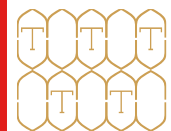
- Volumes grew by 16.2% YoY, to reach 34.2 lacs cases
  - Market share gain in most of the key markets
- Net revenue of INR 398 crore; YoY growth of 6.2%
  - Adjusted for subsidy, net revenue growth of 9.3% YoY
  - NSR has increased from INR 1,193 in Q1 FY26 to INR 1,215 in Q2 FY26
- EBITDA of INR 60 crore and PAT of INR 53 crore
  - EBITDA margin at 15.1%
  - Adjusted for subsidy, YoY EBITDA growth of 8.2%
  - A&P reinvestment rate (as % of subsidy-adjusted net revenue) increased from 0.6% in Q2 FY25 to 2.1% in Q2 FY26
  - PAT margin at 13.2%, adjusted for subsidy 14 bps YoY expansion

## H1 FY26 Performance

- Volumes grew by 21% YoY, to reach 66.2 lacs cases
- Net revenue of INR 807 crore; YoY growth of 17.4%
  - Adjusted for subsidy, net revenue growth of 14.4%
- EBITDA of INR 155 crore and PAT of INR 141 crore
  - EBITDA margin of 19.2% (adjusted for subsidy: 15.1%)
  - YoY EBITDA growth of 33.2% (adjusted for subsidy: 15.8%)
  - A&P reinvestment rate (as % of subsidy-adjusted net revenue) increased from 0.5% in H1 FY25 to 1.7% in H1 FY26
  - PAT margin adjusted for subsidy: 13.2%, with 106 bps YoY expansion

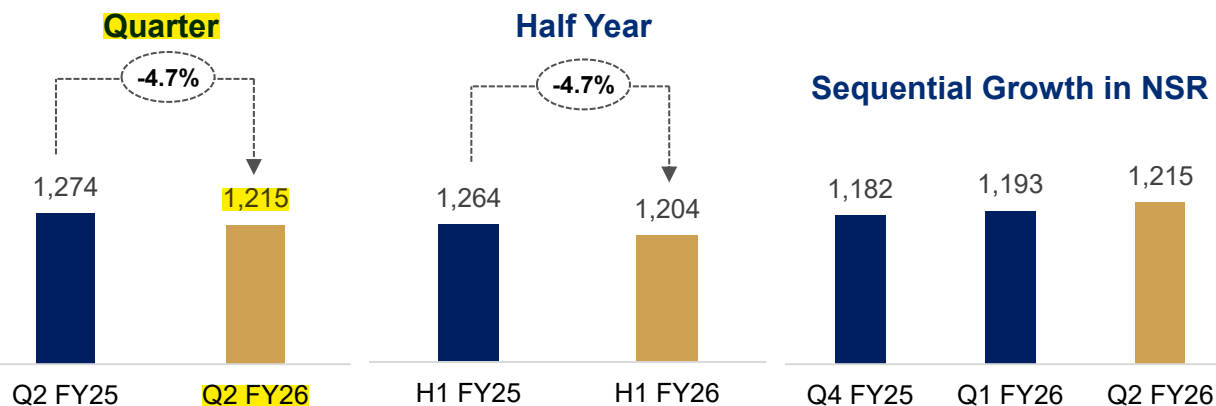
## Balance Sheet Strength

- Gross debt of INR 47 crore and Net cash position of INR 1,086 crore on account of proceeds of INR 986 crore from preferential issue of equity & 25% of warrants' subscription



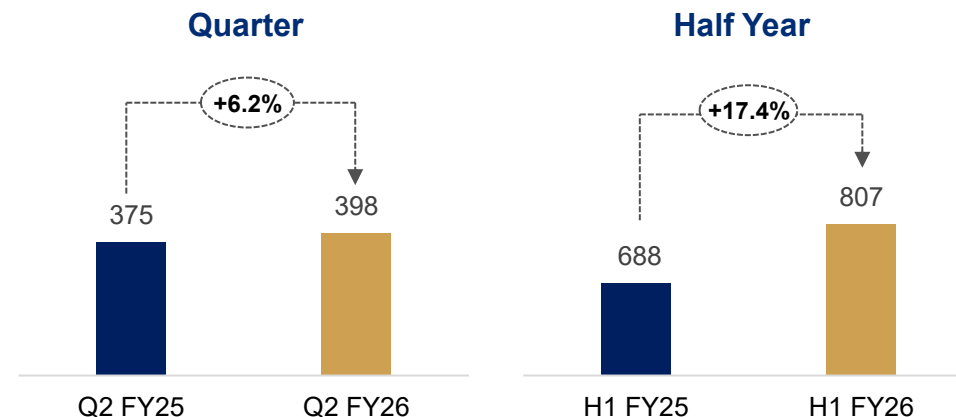
# Q2 & H1 FY26 – Financial Performance

## NSR\* (₹ per case)



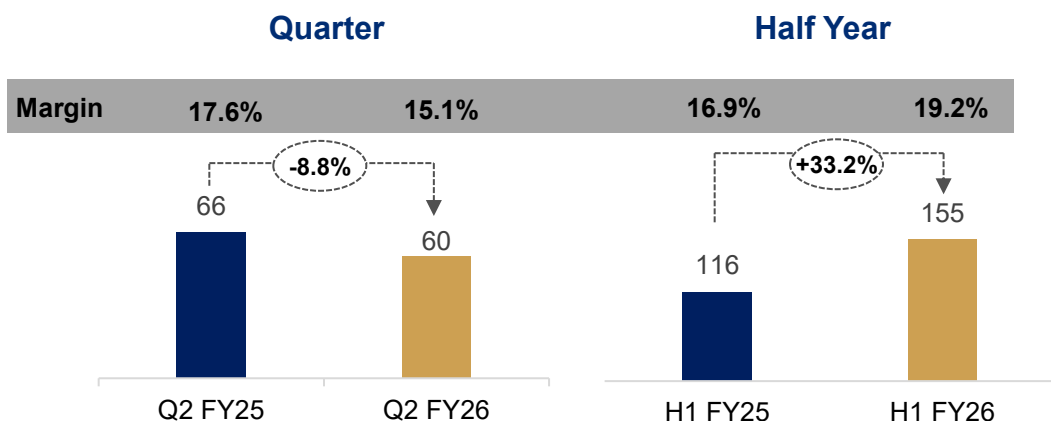
\* Fall in NSR due to price reduction in Andhra Pradesh in Q3 FY25

## Revenue (₹ crs)



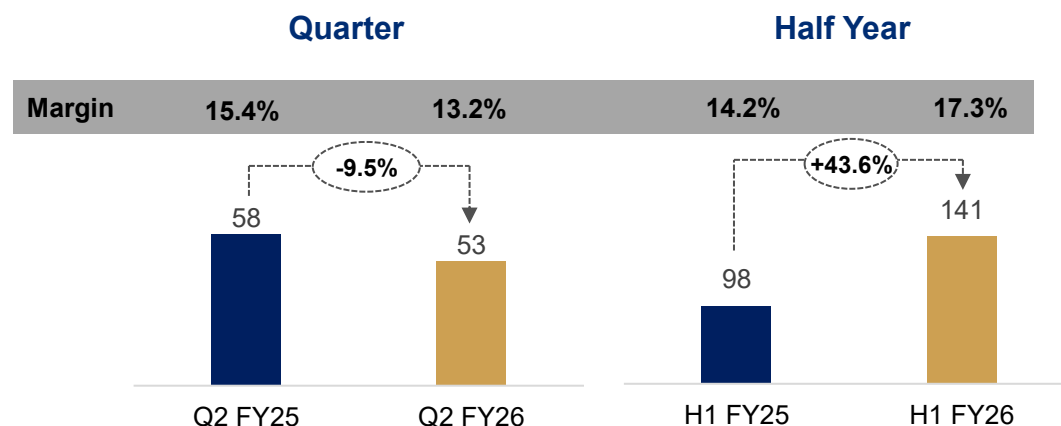
Note: Adjusted for the subsidy, YoY revenue growth for Q2 FY26 is 9.3% and for H1 FY26 is 14.4%

## EBITDA (₹ crs) & EBITDA Margin (%)

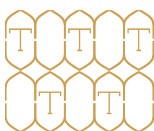


Note: Adjusted for the subsidy, YoY EBITDA growth for Q2 FY26 is 8.2% and for H1 FY26 is 15.8%. The margins for both the periods stand at 15.1%.

## PAT (₹ crs) & PAT Margin (%)



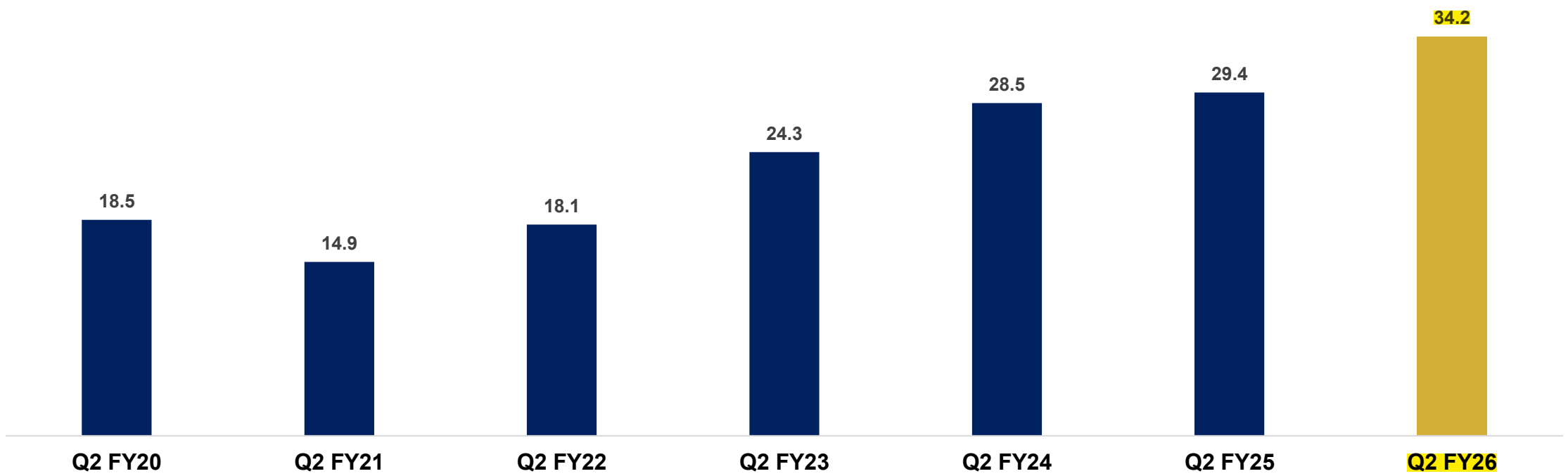
Note: Profit after tax excluding exceptional items  
Adjusted for the subsidy, YoY PAT growth of 10% in Q1 FY26 & 24.5% in H1 FY26

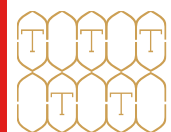


# Q2 FY26 volumes growth at 16.2% YoY

Quarterly volumes (lacs cases)

*Highest-ever Q2 volume since FY15*

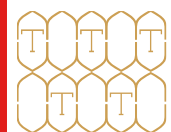




# Income Statement

Particulars (₹ Crs)	Q2 FY26	Q2 FY25	Y-o-Y	Q1 FY26	Q-o-Q	H1 FY26	H1 FY25	Y-o-Y
Revenue from Operations (Gross)	916	823	11.2%	864	6.0%	1,779	1,488	19.6%
Excise Duty	517	448	15.4%	455	13.8%	972	800	21.5%
<b>Revenue from Operations (Net)</b>	<b>398</b>	<b>375</b>	<b>6.2%</b>	<b>409</b>	<b>-2.7%</b>	<b>807</b>	<b>688</b>	<b>17.4%</b>
Cost of Material Consumed	206	188	9.4%	209	-1.2%	415	356	16.5%
Change in Inventories	0	-9	NM	-12	NM	-12	-19	NM
<b>Total Cost of Goods Sold</b>	<b>206</b>	<b>179</b>	<b>14.9%</b>	<b>197</b>	<b>4.7%</b>	<b>403</b>	<b>337</b>	<b>19.5%</b>
<b>Gross Profit</b>	<b>192</b>	<b>196</b>	<b>-1.7%</b>	<b>212</b>	<b>-9.5%</b>	<b>405</b>	<b>351</b>	<b>15.3%</b>
Employee Expenses	16	14	15.3%	14	17.2%	30	27	11.3%
Other Expenses	116	115	0.2%	104	11.2%	219	207	5.8%
<b>EBITDA</b>	<b>60</b>	<b>66</b>	<b>-8.8%</b>	<b>94</b>	<b>-36.3%</b>	<b>155</b>	<b>116</b>	<b>33.2%</b>
<b>EBITDA Margin (%)</b>	<b>15.1%</b>	<b>17.6%</b>	<b>-248 bps</b>	<b>23.1%</b>	<b>-797 bps</b>	<b>19.2%</b>	<b>16.9%</b>	<b>228 bps</b>
Depreciation	7	8	-5.3%	7	0.8%	15	15	-5.5%
<b>EBIT</b>	<b>53</b>	<b>58</b>	<b>-9.2%</b>	<b>87</b>	<b>-39.4%</b>	<b>140</b>	<b>101</b>	<b>39.2%</b>
<b>EBIT Margin (%)</b>	<b>13.3%</b>	<b>15.5%</b>	<b>-226 bps</b>	<b>21.3%</b>	<b>-803 bps</b>	<b>17.3%</b>	<b>14.6%</b>	<b>272 bps</b>
Finance Cost	2	3	-37.4%	3	-25.4%	5	8	-34.7%
Other Income	2	3	-35.8%	4	-49.5%	6	5	23.4%
Exceptional Items	0	0	NM	0	NM	0	0	NM
<b>Profit Before Tax</b>	<b>53</b>	<b>58</b>	<b>-9.1%</b>	<b>89</b>	<b>-40.3%</b>	<b>142</b>	<b>98</b>	<b>44.0%</b>
<b>Profit Before Tax (%)</b>	<b>13.2%</b>	<b>15.4%</b>	<b>-218 bps</b>	<b>21.4%</b>	<b>-822 bps</b>	<b>17.4%</b>	<b>14.2%</b>	<b>321 bps</b>
Tax	0	0	NM	0	NM	0	0	NM
<b>Profit after Tax before Share of Profit/(Loss) of Associate</b>	<b>53</b>	<b>58</b>	<b>-9.1%</b>	<b>89</b>	<b>-40.3%</b>	<b>142</b>	<b>98</b>	<b>44.0%</b>
Share of Profit/(Loss) of Associate	0	0	NM	0	NM	0	0	NM
<b>Profit After Tax</b>	<b>53</b>	<b>58</b>	<b>-9.5%</b>	<b>89</b>	<b>-40.5%</b>	<b>141</b>	<b>98</b>	<b>43.6%</b>
<b>Profit After Tax excl. Exceptional Items</b>	<b>53</b>	<b>58</b>	<b>-9.5%</b>	<b>89</b>	<b>-40.5%</b>	<b>141</b>	<b>98</b>	<b>43.6%</b>
<b>PAT Margin (%) excl. Exceptional Items</b>	<b>13.2%</b>	<b>15.4%</b>	<b>-224 bps</b>	<b>21.4%</b>	<b>-825 bps</b>	<b>17.3%</b>	<b>14.2%</b>	<b>316 bps</b>
Reported Diluted EPS (As per Profit after Tax)	2.69	2.99	-10.1%	4.54	-40.8%	7.21	5.05	42.8%

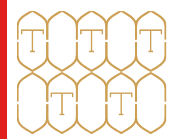




# Balance Sheet

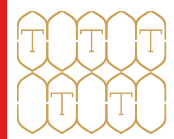
Particulars (₹ Crs)	As at Sept-25	As at Mar-25
<b>EQUITY &amp; LIABILITIES</b>		
<b>Equity</b>		
(a) Equity share capital	208.2	193.6
(b) Other equity	1,783.0	688.6
<b>Total Equity</b>	<b>1,991.2</b>	<b>882.2</b>
<b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
Financial liabilities		
(i) Borrowings	5.0	10.7
(ii) Lease liabilities	0.7	1.1
(iii) Other Financial Liabilities	36.4	48.5
Provisions	5.4	5.1
<b>Total Non-Current Liabilities</b>	<b>47.5</b>	<b>65.3</b>
<b>Current Liabilities</b>		
Financial liabilities		
(i) Borrowings	42.3	31.8
(ii) Lease liabilities	0.8	0.7
(iii) Trade payables; total outstanding dues of		
(a) micro enterprises and small enterprises	50.8	44.7
(b) creditors other than micro enterprises and small enterprises	97.0	103.1
(iv) Other financial liabilities	38.7	33.1
Other current liabilities	9.6	10.9
Provisions	51.7	41.0
<b>Total Current Liabilities</b>	<b>290.8</b>	<b>265.2</b>
<b>Total Equity &amp; Liabilities</b>	<b>2,329.5</b>	<b>1,212.8</b>

Particulars (₹ Crs)	As at Sept-25	As at Mar-25
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment	354.7	367.9
Capital work-in-progress	40.3	3.4
Right of use assets	1.0	1.3
Intangible assets	0.4	0.4
<b>Financial Assets</b>		
(i) Investments	31.7	21.4
(ii) Loans	0.0	0.0
(iii) Other Financial Assets	37.2	63.2
Non-Current Tax Assets (Net)	7.1	5.0
Other non-current assets	19.2	5.0
<b>Total Non - Current Assets</b>	<b>491.5</b>	<b>467.6</b>
<b>Current Assets</b>		
Inventories	173.1	165.2
<b>Financial Assets</b>		
(i) Investments	0.4	8.6
(ii) Trade receivables	458.0	410.5
(iii) Cash and cash equivalents	829.7	15.7
(iv) Other bank balances	294.5	87.1
(v) Loans	0.0	0.0
(vi) Other financial assets	6.4	8.2
Other current assets	75.9	49.8
<b>Total Current Assets</b>	<b>1,838.1</b>	<b>745.2</b>
<b>Total Assets</b>	<b>2,329.5</b>	<b>1,212.8</b>



# Cash Flow

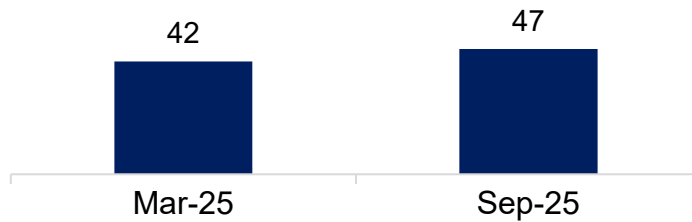
Particulars (₹ Crs)	Half year ending Sept-25	Half year ending Sept-24
<b>Cash Flow from Operating Activities</b>		
<b>Profit before Tax</b>	<b>141.5</b>	<b>98.3</b>
Adjustment for Non-Operating items	16.9	24.7
<b>Operating Profit before Working Capital Changes</b>	<b>158.5</b>	<b>123.0</b>
Changes in Working Capital	(86.7)	(11.3)
Less: Direct Taxes paid	(2.1)	(1.8)
<b>Net Cash from Operating Activities</b>	<b>69.6</b>	<b>110.0</b>
<b>Net Cash from Investing Activities</b>	<b>(242.5)</b>	<b>(44.4)</b>
<b>Net Cash from Financing Activities</b>	<b>986.9</b>	<b>(33.2)</b>
<b>Net increase / (decrease) in Cash &amp; Cash equivalent</b>	<b>814.0</b>	<b>32.4</b>
Opening cash and cash equivalents	15.7	10.3
<b>Closing cash and cash equivalents</b>	<b>829.7</b>	<b>42.8</b>



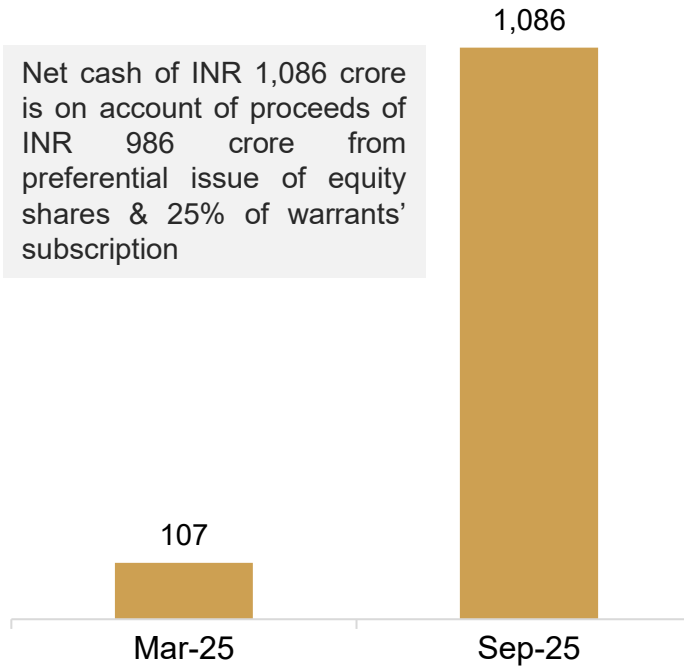
# Net cash position of around Rs. 1,086 crs

Debt Position (₹ Crs)<sup>(a)</sup>

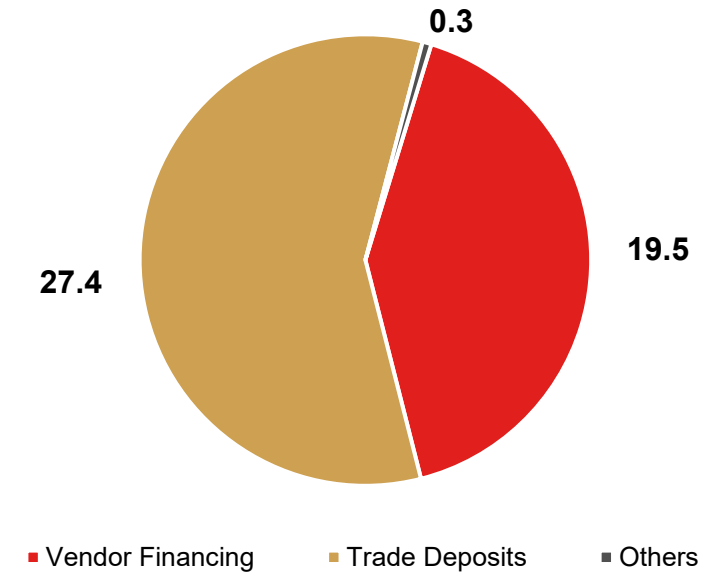
## Gross Debt



## Net Cash



Debt as of 30-Sept-25 (₹ Crs)<sup>(a)</sup>



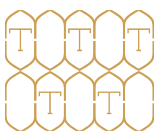
The Imperial Blue acquisition will be funded through a near equal mix of equity & debt

<sup>(a)</sup> Debt includes interest bearing trade deposits



# AWARDS & RECOGNITION AND MARKETING INITIATIVES





# Won multiple awards at the 'Spiritz Conclave & Achievers' Awards 2025



**Monarch Legacy  
Edition Brandy**



**Mansion House  
Orange Flavoured  
Brandy**



**Courier Napoleon  
Brandy Green**



**Mansion House  
Brandy**



**Mansion House Whisky**



**Mansion House Green  
Apple Flavoured  
Brandy**



**Courier Napoleon  
Brandy Red**



**Product debut of the Year  
– Whisky Category**

**Mansion House Whisky**



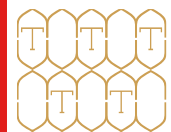
**Product debut of the Year  
– Brandy Category**

**Mansion House  
Lemon Flavoured Brandy**



**Best Brand Promotion  
& Campaign**

**Mansion House Boyzzzzz**



# Some more awards won in Q2 FY26



## Event

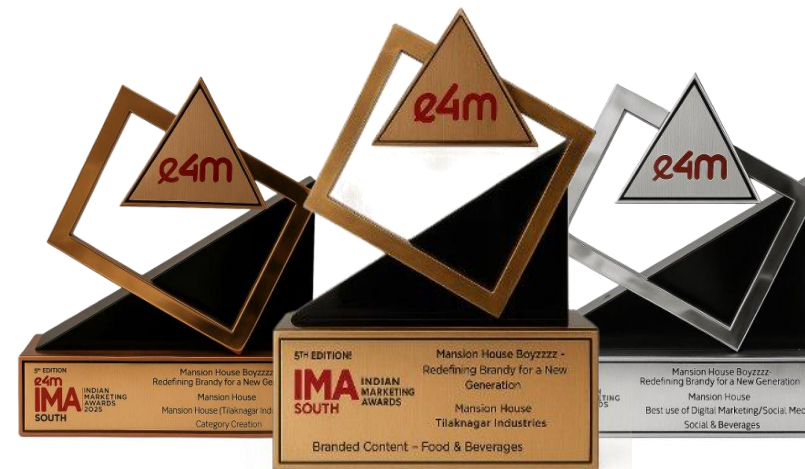
- India Wine & Spirits Awards 2025

## Brand

- Mansion House Whisky | Courier Napoleon Brandy Red

## Awards

- Best Indian Blended Malt Whisky** – Mansion House Whisky
- Silver Medal** – Courier Napoleon Brandy Red



## Event

- IMA South

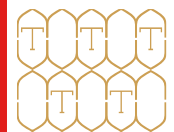
## Brand

- Mansion House Brandy

## Awards

- Gold** – Best Branded Content
- Silver** – Best Use of Social (F&B)
- Bronze** – Best Category Creation





# Mansion House Boyzzzz Campaign



## Event

- Shark Awards 2025 by ET BrandEquity

## Brand

- Mansion House Brandy

## Awards

- Silver** – Best Campaign for FMCG - Beverage



## Event

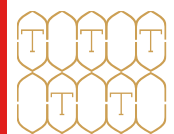
- E4M IDMA 2025

## Brand

- Mansion House Brandy

## Awards

- Bronze** - Best Benchmark Branded Content

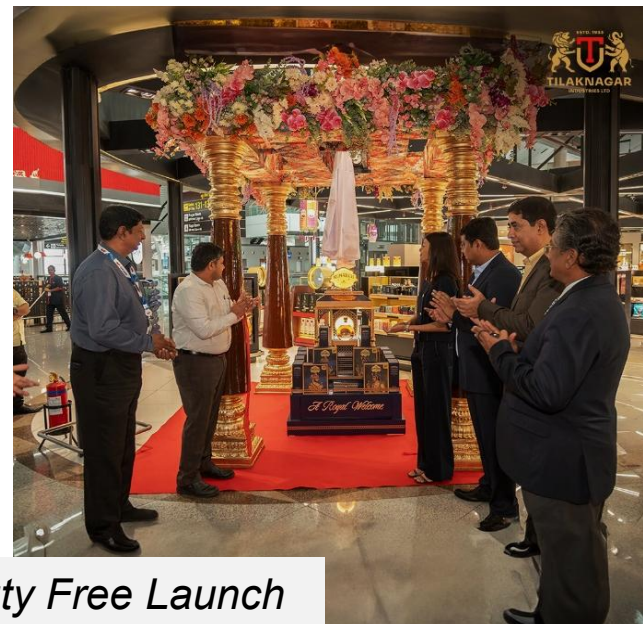


# Monarch Legacy Edition Pure Grape Brandy

**Launched in  
Hyderabad Duty Free,  
Odisha, Kerala &  
Karnataka markets**



*Hyderabad Duty Free Launch*



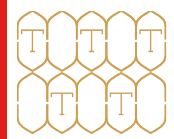
*Odisha Launch*



*Karnataka Launch*







Launched in Odisha,  
Telangana & Kerala  
markets



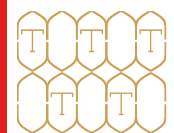
*Odisha Launch*



*Telangana Launch*







# Spaceman Spirits Lab Portfolio

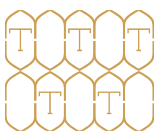
An exciting Indian Craft spirits play



## New Product Launches from SSL -

- ✓ Under the usership agreement, in Q2 FY26, TI has launched Samara Gin & Amara Vodka in Odisha & Puducherry markets along with introduction of SSL brands in certain international markets

- Launch of Samsara Pink Gin & Soda (RTD) in collaboration with Everyday Friday
- Introduction of Samsara 'Travel Retail Exclusive' 1 litre bottles
- 2 new flavors of Samsara under the 'The Secret Orchard Series' – 'Jamun & Pink Salt' and 'Raw Mango & Jalapeno'
- Contemporary Indian Mixers - Tonic Water & Sparkling Water launched in Q2 FY26



# Courrier Napoleon continues to be 3<sup>rd</sup> fastest growing brandy globally in 2024...

...Mansion House Brandy continues to be largest selling brandy in India and 2<sup>nd</sup> largest globally



## Growth rankings

9<sup>th</sup>



Fastest growing brandy globally

1<sup>st</sup>



Largest selling brandy in India

2<sup>nd</sup>



Largest selling brandy globally

7<sup>th</sup>



Largest selling spirits brand in India

29<sup>th</sup>



Largest selling spirits brand globally

## Volume rankings

## Growth rankings

3<sup>rd</sup>



Fastest growing brandy globally

13<sup>th</sup>



Fastest growing spirits brand globally

3<sup>rd</sup>



Largest selling brandy in India

5<sup>th</sup>



Largest selling brandy globally

## Volume rankings





# COMPANY OVERVIEW AS OF TODAY







**1933**

90 years since  
incorporation & 50+  
years of experience in  
alcobev  
manufacturing



**21**

Manufacturing units  
across 10 states  
Owned: 4 units  
Contract  
manufacturing: 17  
units



**15+**

Brands across  
products



**91%**

Share of Brandy as %  
of total volumes



**11.9mn**

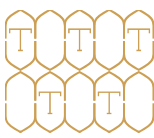
Volumes (in cases)  
sold



**86%**

Share of sales to  
South India as % of  
total volumes

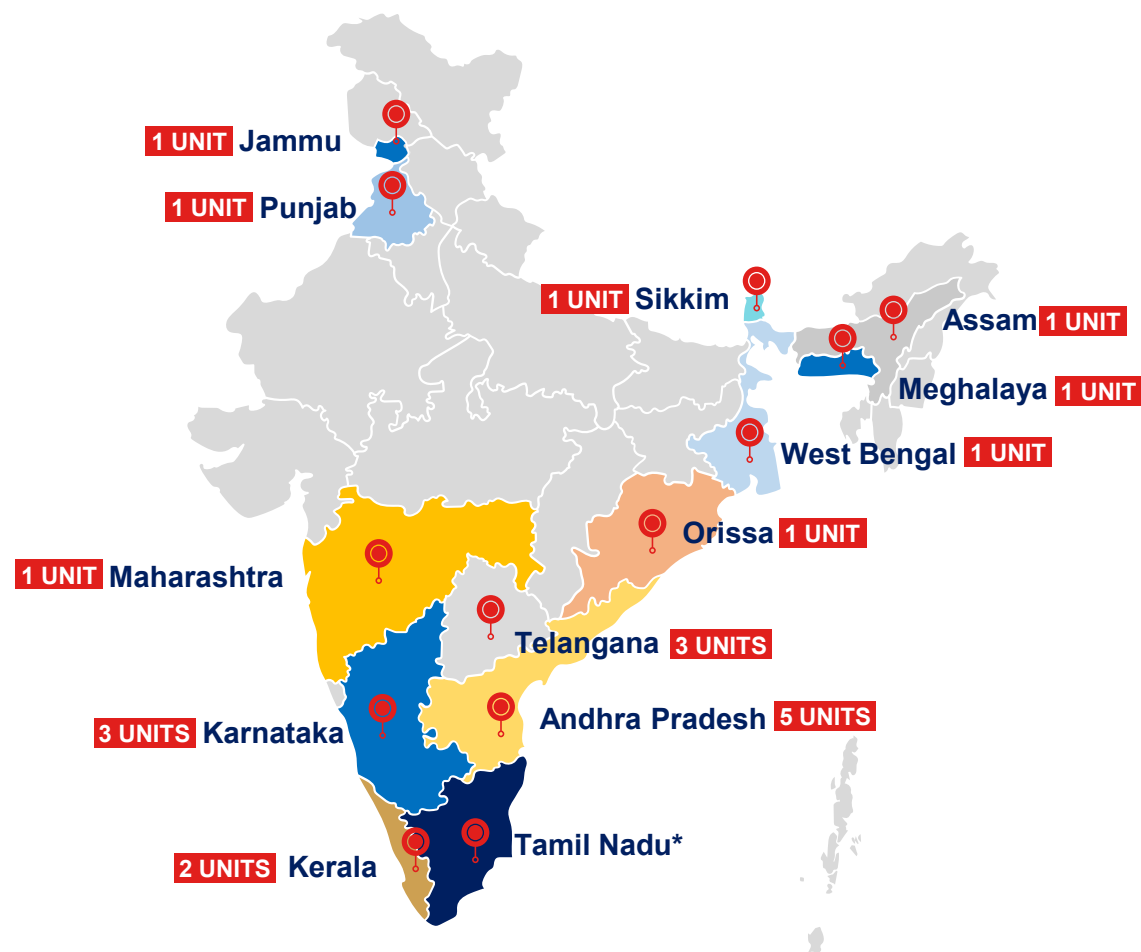
\* All data is for FY25; manufacturing units is as on date



# Production and Sales footprint...

...Ca. 70% of all production takes place through contract manufacturing units, following an asset-light model

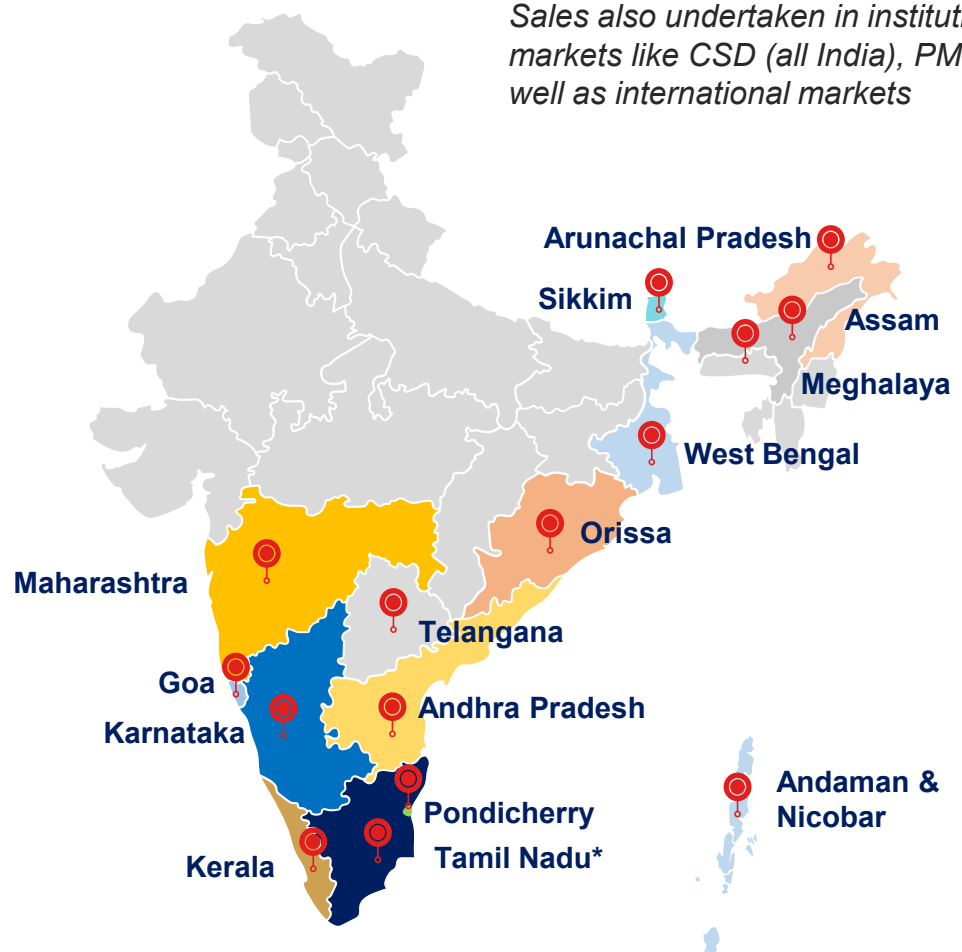
## Production footprint



4 owned and 17 contract manufacturing units as of September 2025

## Sales territories

Sales also undertaken in institutional markets like CSD (all India), PMF as well as international markets



\*Note: Business undertaken under Royalty Model



# Our journey

The turnaround well and truly coming to fruition



## 1933-2007

- Founded in 1933 as Maharashtra Sugar Mills Ltd. (MSML) to manufacture sugar and allied products
- Tilaknagar Distilleries and Industries Ltd. (TDIL) promoted as 100% subsidiary of MSML to manufacture industrial alcohol, IMFL and sugar cubes
- TDIL merged with MSML after MSML exits sugar business and renamed to Tilaknagar Industries

## 2008-2014

- Acquired subsidiaries Vahni Distilleries (Karnataka), Prag Distilleries (Andhra), Kesarval Springs Distillers (Goa) and PunjabExpo (Punjab)
- Acquired seven brands from Alcobrew Distilleries for CSD segment and IFB Agro's IMFL business ('Volga' vodka and 'Blue Lagoon' gin) for an entry into East Indian markets of West Bengal, Assam and Odisha
- Commissioned expansion of 50 KLPD molasses based distillery to 100 KLPD and 100 KLPD grain based distillery
- At its peak, registered net revenue of ₹ 824 crs in FY14

## 2014-2017

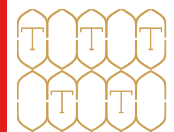
- Expansion project at Prag stalled
- Defaults in repayment to banks and financial institutions
- Sale of assets of Kesarval Springs Distillers to Indospirit Beverages Pvt. Ltd. in 2015

## 2018-2023

- Restructuring of debt completed with EARC and one-time settlements reached with all lenders
- Enters into 10 yrs agreement to manufacture products for Pernod Ricard products in Maharashtra
- Raised more than ₹ 310 crs through preferential issue of equity + warrants, since Dec-21
- Edelweiss ARC debt refinanced through existing cash reserves & Term Loan from Kotak Mahindra Bank

## 2024 onwards

- CRISIL assigns A-/Stable rating in January 2024, leading to interest rate reduction on Kotak loan from 13% to 9.95%, effective mid Q1 FY25; upward revised to A-/Positive in December 2024
- Achieved net debt free status in September 2024, well before target
- Introduced Monarch Legacy Edition, TI's first luxury foray
- Strategic investments in Round the Cocktails Pvt. Ltd. – makers of Bartisans & Spaceman Spirits Lab Pvt. Ltd. – makers of premium craft spirits - Samsara Gin, Sitara Rum & Amara Vodka
- Signed definitive agreements to acquire Imperial Blue, the 3rd largest IMFL brand
  - CCI approval received on 7th October 2025, and closing expected in Q3 FY26



## Two millionaire brands in the portfolio

### MANSION HOUSE

*India's largest  
and World's  
second largest  
selling brandy*



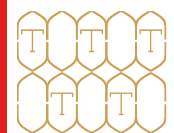
### COURRIER NAPOLEON

*3<sup>rd</sup> fastest  
growing brandy  
Globally*



Drink responsibly: The consumption of alcoholic beverages should always be approached responsibly and with awareness.





# Senior management



**Amit Dahanukar**  
*Chairman &  
Managing Director*



**Shivani Dahanukar**  
*Executive Director*



**Abhinav Gupta**  
*Chief Financial Officer*  
Previously CFO with  
Trident Limited



**Ahmed Rahimtoola**  
*Chief Marketing Officer*  
14+ yrs with Allied  
Blenders & Distillers



**Ameya Deshpande**  
*President – Strategy & Corp Dev*  
Previously Investment Banker  
with Deutsche Bank and BNP  
Paribas & Co-founder at  
Authenticook



**Nishant Jain**  
*President - Sales*  
25+ years of alcobev  
experience with Pernod  
Ricard, ABD and Inbrev  
Beverages



**Nishchal Dubey**  
*President –  
Institutional Sales*  
22+ years with  
Radico Khaitan



**Yuvraj Singh Som**  
*Vice President –  
Commercial & Operations*  
13+ yrs with  
Radico Khaitan



**Tarun Behl**  
*Vice President – Works*  
23+ yrs of alcobev  
experience In United  
Spirits/Diageo India,  
Shaw Wallace



**Sai Amrutkumar  
Vegisetti**  
*Chief Information Officer*  
11+ years of experience,  
last stint with ABD



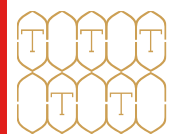
**Minuzeer Bamboat**  
*Company Secretary &  
Compliance Officer*  
21+ yrs experience



**Hemangi Joshi**  
*AVP - Legal*  
16+ yrs experience

# Acquisition of Imperial Blue Business





# Transformational opportunity marking a strategic expansion into the whisky category

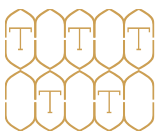
A definitive agreement has been signed with Pernod Ricard to purchase Imperial Blue for a lump sum consideration based on an enterprise value of ~€413 million<sup>(a),(b)</sup>

CCI approval received on 7th October 2025, and closing is expected in Q3 FY26

- (a) This amount includes a normalised working capital of ~EUR 70 mn and a deferred consideration of EUR 28 mn, payable at the end of 4 years, i.e. in FY30
- (b) Consideration payable would be subject to certain closing adjustments







# Imperial Blue at a glance



India is the largest spirits<sup>(a)</sup> and whisky market, with attractive volume and value growth



**No. 1**  
Spirits market<sup>(a)</sup>

**+9.3%**  
Whisky market volume  
CAGR 2020-2024<sup>(b)</sup>

**20m**  
people over LDA<sup>(c)</sup>  
added annually

Rise in **middle-class**  
**consumers**



Scaled pan-India presence enabling TI to better compete with peers



**22.4m**  
9-litre cases (9Lc) sold in  
LTM Mar-25<sup>(d)</sup>

**~9%**  
Volume share in the  
whisky segment

Presence in **27**  
States and UTs



Nationwide supply and distribution network with strong mindshare



Presence across all **key**  
**large markets**

**Strong heritage** with “top-  
of-mind” **brand recall**



Robust financial track record, despite limited focus in the last few years



**INR 3,067 crs**  
LTM Mar-25  
Revenue

*Imperial Blue has a strong heritage with impressive track record delivered on the back of premiumization trend*

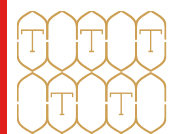
(a) For Western style spirits only, by volume

(b) Dec-YE IWSR data

(c) Legal Drinking Age per IWSR in 2024

(d) Including export

Source: IWSR (Dec-YE)



# Transaction overview

## Imperial Blue overview

- Imperial Blue is a **superior blend** of Indian grain spirits and imported Scotch malts launched in India in 1997

## Transaction structure

- TI is acquiring IB via **slump sale**, for a lump sum consideration basis enterprise value of €412.6 million which includes normalized working capital of ~€70m and deferred consideration of €28m<sup>(a)</sup>
- The **deferred consideration** is to be paid after 4 years from the transaction closing date, i.e., in FY30
- Proposed transaction includes acquisition of **Imperial Blue and other related brands and assets** from Pernod Ricard India (PRI)

## Transaction funding

- TI intends to finance the transaction with **a mix of equity and debt**
- Announced preferential issue of Rs. 2,296 crore of equity shares and warrants
- TI, in line with its prudent balance sheet management, aims to reduce Net Debt to EBITDA ratio to **<1.0x by end of FY29**

## Impact on TI financials

- TI expects sustained **top-line growth** and **EBITDA margins** with **strong RoCEs** to be maintained in the future
- Expected to be **cash EPS accretive** post-closing
- Synergy benefits** to support EBITDA margin expansion

## Additional considerations

- UK / India FTA is expected to be a major tailwind** leading to potentially **expanded EBITDA margins** for the IB business division

## Transaction timelines

- Definitive agreements have been signed, **CCI approval received on 7<sup>th</sup> October 2025**, closing in Q3 FY26
- TI will enter into a **Transition Manufacturing and Services Agreement (TSMA)** with PRI to ensure a smooth transition
- Operational integration** to commence shortly post-closing

Note: FY refers to financial year ending March

(a) Subject to adjustments in accordance with the terms and conditions set out in the Business Transfer Agreement

# Transaction perimeter



## Trademarks

- **"Imperial Blue" and allied trademarks** including "Imperial Black", and "Imperial Red" brands globally
- Trademark license agreement for the use of **"Seagram's"** in connection with IB for a short transition period



## Intellectual property

- **Blending recipe** for IB
- Rights and ownership of the **"Imperial Blue" trademarks, copyrights, technical know-how and goodwill** in relation to IB



## Manufacturing footprint

- **Mix of owned and shared units** to support the continued volume production for IB
- Operations are supported by **16 manufacturing units** distributed across India including 2 owned units



## Raw material supply

- **Long-term supply agreement** with Chivas Brothers for CAB (Concentrated Alcoholic Beverage), an essential raw material for manufacturing IB products
- Procurement arrangement can be **extended with mutual discussions** between the parties ensuring no disruption in business



## Business continuity and support

- PRI to transfer **certain resources** to TI as part of the transaction
- TI will enter into a **TSMA** with PRI for smooth transition of the business



# Potential to capture significant growth and cost synergies

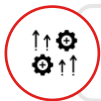
## Growth synergies



Increased scale and cross-selling, access to export markets



Strong position in value segment, boosting premiumization



Drive penetration, unlock underserved regions



Future ready formats



Distribution multiplier

## Cost synergies



Opportunities to reap operating leverage



Go-to-market and distribution network optimization



Potential scale efficiencies in areas such as advertising



Potential overhead and administration cost efficiencies

*Multiple synergy levers to boost growth and enhance EBITDA margin*

# Portfolio & Strategy Post Acquisition



# Imperial Blue will strengthen TI's portfolio, providing a strong expansion platform...

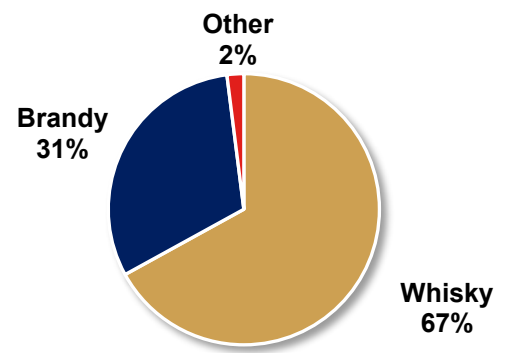
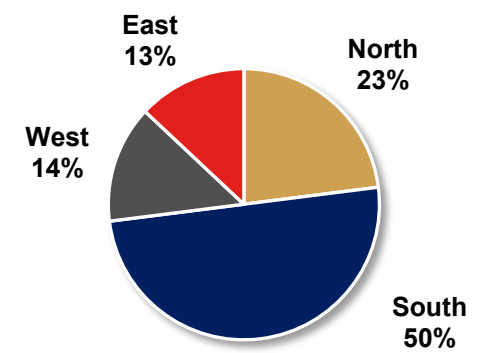
## Brandy



## Whisky

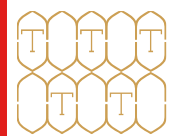


## Gin, Rum & Vodka



Note: Data for LTM Mar-25





# ...in line with TI's growth strategy and unlocking its whisky premiumisation strategy

## ***Enhance product portfolio***

- **Build scale** to capture growth within the highly attractive Indian whisky market
- **Geographical presence** enables navigation through state-wise regulation and local constraints



## ***Achieve regional diversification***

- **Complementary** geographic exposures within India
- **Strengthen** TI's presence in non-Southern regions of India



## ***Explore new category opportunities***

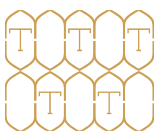
- **Diversify** the product portfolio of the company beyond brandy into whisky
- **Build long-term value** by leveraging premiumisation strategy across the portfolio



## ***Disciplined debt management***

- Focus on **efficient deployment** of capital
- **Steady mix of debt and equity** to be maintained for the transaction





# Transformation of TI into a Pan-India and Multi-Category Player

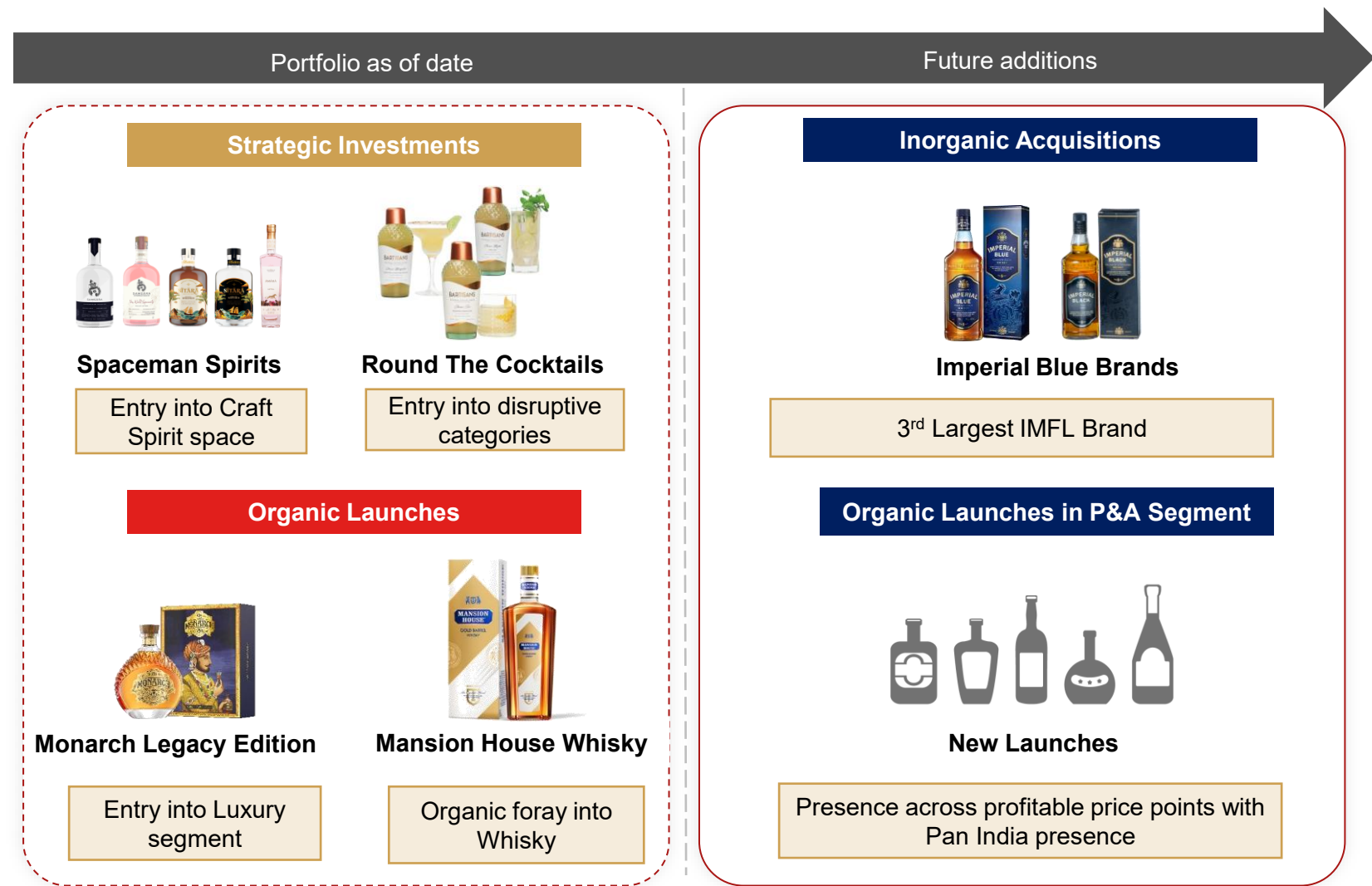


Tilaknagar Industries

2 years ago

Brandy-first portfolio with regional concentration towards Southern India

- **90%+** volume saliency from Brandy
- **85%+** volume saliency from Southern India
- **2-brand** and **1-category** player



Tilaknagar Industries

Journey Ahead

Pan-India Player with 2 of the largest brands in 2 of the largest IMFL Categories

- **65%+** and **30%+** volume saliency from Whisky and Brandy respectively <sup>(a)</sup>
- Optimal regional mix
- Stepping-stone to develop premium portfolio across categories

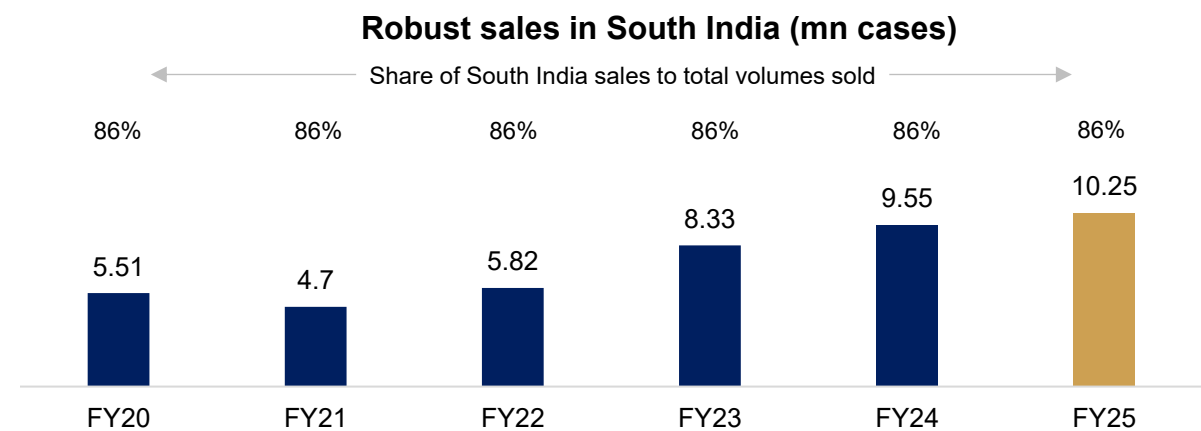
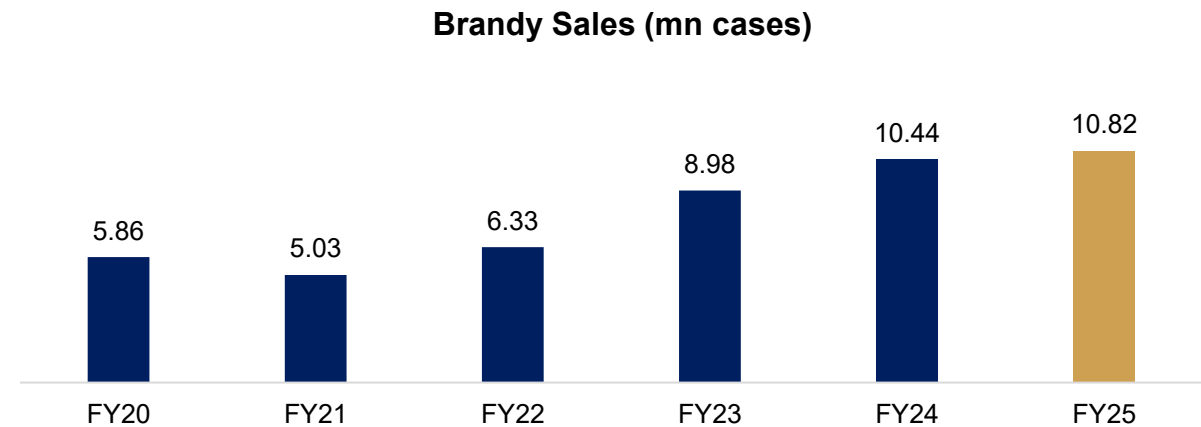
(a) Data for LTM Mar-25

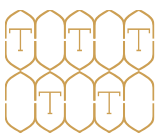
# FULL YEAR FINANCIALS





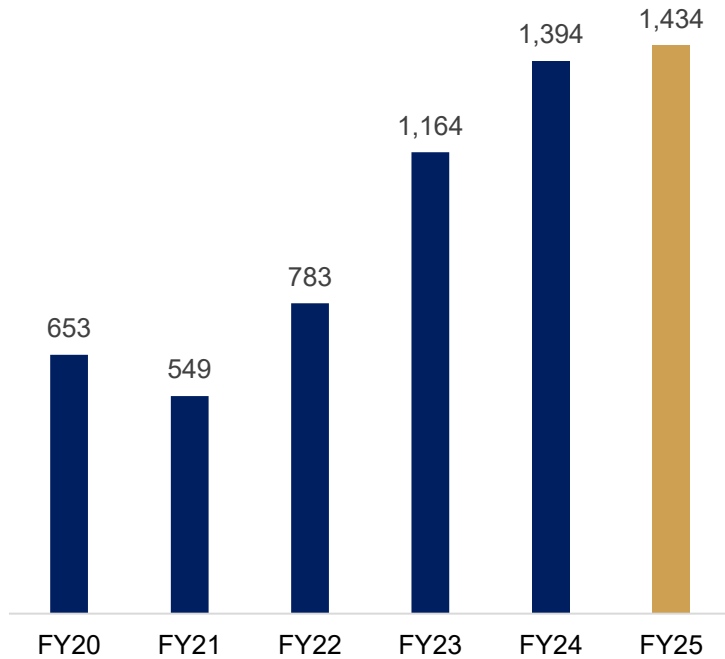
*Premiumisation strategy to enhance margins and cash flows*



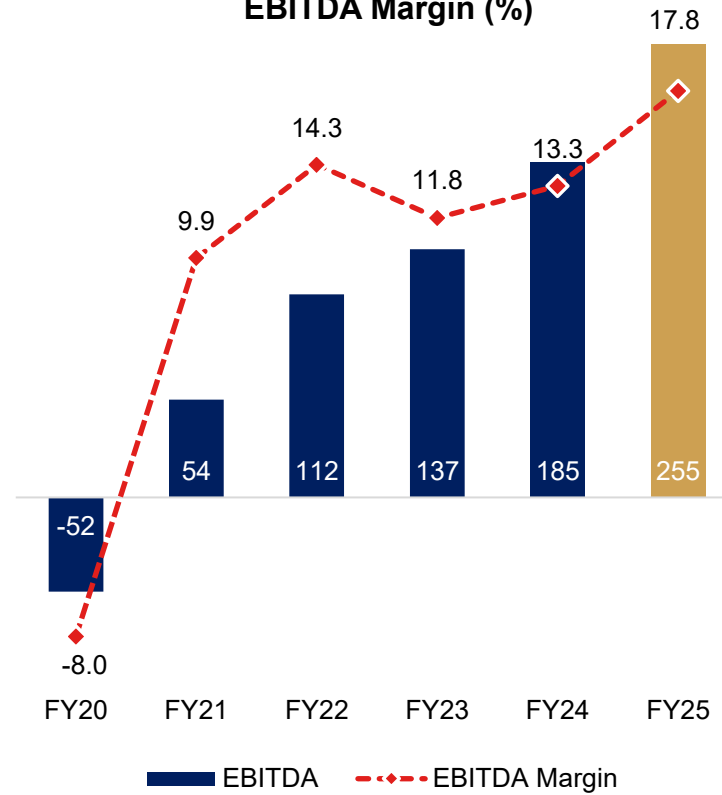


# Focus on margins and cashflows

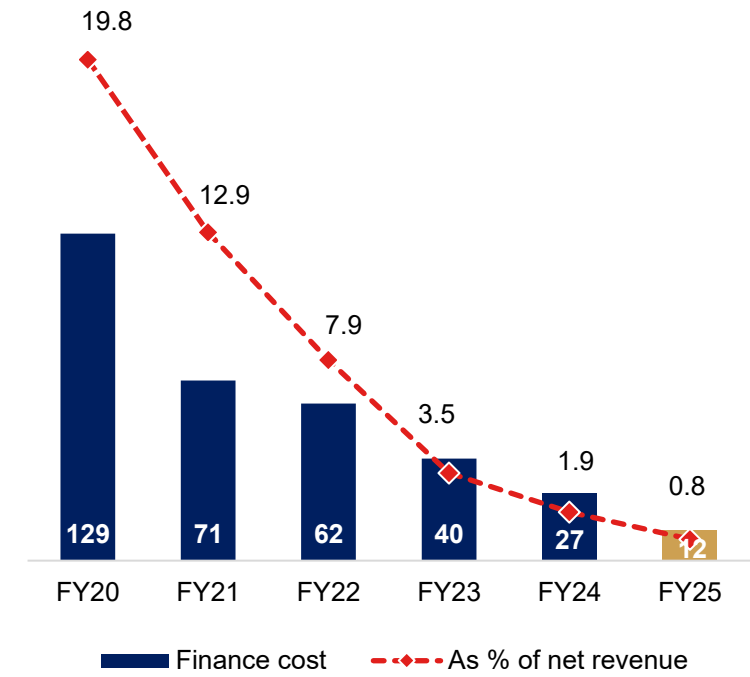
Net Revenues (₹ Crs)



EBITDA (₹ Crs) and EBITDA Margin (%)



Finance Cost (₹ Crs) and As % of Net Revenues



(a) EBITDA for FY20 is not comparable due to write-offs impacting EBITDA

**For further information, please contact:**

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**Ameya Deshpande**

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**Thank You**

