



August 30, 2024

To,

Department of Corporate Services, BSE Limited 4 th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Mrs. Parvati Soni Company Secretary & Compliance Officer, Tulsyan NEC Limited Apex Plaza, 1st Floor, Old No. 3, New No. 77, Nungambakkam High Road, Chennai, Tamil Nadu, 600034 Email: investor@tulsyanec.in
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Tulsyan NEC Limited ('Company')		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ('Vistra') (In our capacity as Debenture Trustee and Security Trustee) The Capital Building, Unit No.505- A2, Bandra Kurla Complex Bandra East, Mumbai, Maharashtra, India, 400051		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE)		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	-----	-----	-----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	61,81,593	41.22%	Nil
c) Voting rights (VR) otherwise than by shares	-----	-----	-----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-----	-----	-----
Total (a+b+c+d)	61,81,593	41.22%	Nil
Details of acquisition/ sale			
a) Shares carrying voting rights acquired / sold	-----	-----	-----
b) VRs acquired/sold otherwise than by shares	-----	-----	-----
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-----	-----	-----
d) Shares encumbered/ invoked/released/pledge by the acquirer	40,07,145	26.71%	Nil
Total (a+b+c+d)	40,07,145	26.71%	Nil

After the acquisition/ sale holding of:			
a) Shares carrying voting rights	-----	-----	-----
b) Shares encumbered with the acquirer	1,01,88,738	67.93%	Nil
c) VRs otherwise than by shares	-----	-----	-----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-----	-----	-----
Total (a+b+c+d)	1,01,88,738	67.93%	Nil
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge of equity shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Pledge Date: August 28, 2024		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	1,64,61,407 Equity Shares having a face value of Rs. 10/- each, Capital Rs. 16,46,14,070/- (As per shareholding pattern available on the BSE website for August 2024)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	1,64,61,407 Equity Shares having a face value of Rs. 10/- each, Capital Rs. 16,46,14,070/- (As per shareholding pattern available on the BSE website for August 2024)		
Total diluted share/voting capital of the TC after the said acquisition	Nil		

(* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 (1) (b) of SEBI ((Listing Obligations and Disclosure Requirements) Regulations 2015.


(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC

Note:

- 40,07,145 number of equity shares of Tulsyan NEC Limited have been pledged by ICICI Bank Limited on the above-mentioned date with Vistra ITCL (India) Limited in the capacity as Debenture Trustee for securing the issuance of NCDs issued by Tulsyan NEC Limited amounting to Rs. 2,69,00,00,000.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For Vistra ITCL (India) Limited,



Authorised Signatory

Name : Jatin Chonani

Designation: Compliance Officer

Place: Mumbai

