

15<sup>th</sup> November 2024

To  
BSE Limited  
Floor 25, P J Towers, Dalal Street  
Mumbai - 400 001  
Scrip Code: 513519

To  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai - 400 051  
Scrip Code: PITTIENG

Dear Sirs,

Sub: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Scheme of Amalgamation among Pitti Castings Private Limited ("PCPL" or the "Amalgamating Company 1") and Pitti Rail and Engineering Components Limited ("PRECL" or the "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or the "Amalgamated Company") and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 and rules framed thereunder ("Scheme") - Order issued by the Hon'ble National Company Law Tribunal, Bench at Hyderabad (NCLT)

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Pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI SAST Regulations') and the Scheme, we wish to inform you that, the Pitti Electrical Equipment Private Limited, Shri Sharad B Pitti and Shri Akshay S Pitti have been allotted shares in Pitti Engineering Limited, pursuant to the Scheme of Amalgamation.

In this connection, please find enclosed the disclosure as per Regulation 10(6) of the SEBI SAST Regulations.

We request you to kindly take this intimation on record.

Thanking you,

Yours Faithfully



Sharad B Pitti

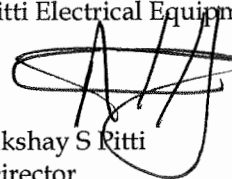
Yours Faithfully



Akshay S Pitti

Yours Faithfully

Pitti Electrical Equipment Private Limited



Akshay S Pitti  
Director  
DIN: 00078760

**Encl.: As above**

Cc: The Company Secretary,  
Pitti Engineering Limited, 6-3-648/401, 4<sup>th</sup> Floor,  
Padmaja Landmark, Somajiguda, Hyderabad - 500 082.

**Format for Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1	Name of the Target Company (TC)	Pitti Engineering Limited
2	Name(s) of the acquirer	Shri Sharad B Pitti Shri Akshay S Pitti Pitti Electrical Equipment Private Limited
3	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited
4	Details of the transactions including rationale, if any, for the transfer/acquisition of shares	<p>Scheme of Amalgamation</p> <p>Allotment of shares on 13th November 2024 made pursuant to the Scheme of Amalgamation amongst Pitti Castings Private Limited ("PCPL" or "Amalgamating Company 1"), Pitti Rail and Engineering Components Limited ("PRECL" or "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or "Amalgamated Company") and their respective shareholders and creditors, duly sanctioned by the Hon'ble National Company Law Tribunal, Bench at Hyderabad ("NCLT") by way of an Order dated 3rd October, 2024 ("Scheme")</p> <p>Share Entitlement Ratio: "01 (One) equity share of PEL of INR 05/- each, fully paid-up for every 55 (Fifty-Five) equity shares of PCPL of INR 10/- each, fully paid-up"</p> <p>Pursuant to the Scheme and based on the above share exchange ratio, the allotment of one fully paid-up equity share of PEL to 'Catalyst Trusteeship Limited' is towards fractional entitlements of eligible shareholders of PCPL for the benefit of shareholders of PCPL.</p>
5	Relevant regulation under which acquirer is exempted from making open offer	<p>Regulation 10(1)(d)(ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</p> <p>"Acquisition pursuant to a scheme of arrangement involving the target company as a transferor company or as a transferee company, or reconstruction of the target company, including amalgamation, merger or demerger, pursuant to an order of a court or a tribunal under any law or regulation, Indian or foreign."</p>
6	Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so,  Whether disclosure was made and whether it was made within the timeline specified under the Regulations  Date of filing with the stock exchange	Not Applicable




For Pitti Electrical Equipment Private Limited

Akshay S Pitti  
Director  
DIN: 00078760

7	Details of acquisition		Disclosure of proposed acquisition was required to be made under Regulation 10(5)		Whether the Disclosure under regulation 10(5) are actually made	
	a)	Name of the Transferor / Seller	Not Applicable		Not Applicable	
	b)	Date of Acquisition	Not Applicable		Not Applicable	
	c)	Number of shares/voting rights in respect of the	Not Applicable		Not Applicable	
	d)	Total shares proposed to be acquired /actually	Not Applicable		Not Applicable	
	e)	Price at which shares proposed to be acquired/ actually acquired	Not Applicable		Not Applicable	
8	Shareholdings Details		Pre-Transaction		Post-Transaction	
			Number of Shares held	% w.r.t. total share capital of TC	Number of Shares held	% w.r.t. total share capital of TC
	Each Acquirer*					
	Shri Sharad B Pitti		43,49,926	12.27%	44,38,653	11.79%
	Shri Akshay S Pitti		42,28,414	11.92%	42,61,686	11.32%
	Pitti Electrical Equipment Private Limited		86,47,267	24.38%	1,07,14,039	28.45%
	Catalyst Trusteeship Limited (Ref note (a))				1	0.00%
	Collectively in a Group					
	Shri Sharad B Pitti		43,49,926	12.27%	44,38,653	11.79%
	Shri Akshay S Pitti		42,28,414	11.92%	42,61,686	11.32%
	Pitti Electrical Equipment Private Limited		86,47,267	24.38%	1,07,14,039	28.45%
	Smt. Madhuri S Pitti		17,58,620	4.96%	17,58,620	4.67%
	Sharad B Pitti (HUF)		17,000	0.05%	17,000	0.05%
	Catalyst Trusteeship Limited (Ref note (a))				1	0.00%

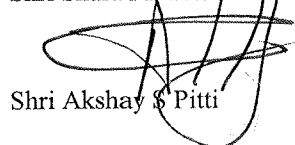
Note: (a) Pursuant to the scheme, one fully paid-up equity share of the TC has been allotted to 'Catalyst Trusteeship Limited' towards fractional entitlements of the Promoters. As part of the Scheme, the Trustee shall sell the allotted share on the Stock Exchanges, within a period of 90 (ninety) days from the date of allotment and distribute the net sale proceeds, subject to Tax deductions and other expenses as applicable, to applicable Promoters in proportion to their respective fractional entitlements

The shareholding % in the requisite column against the holding "Pre-Transaction" is computed based on the equity share capital of the TC before the said acquisition. The shareholding % in the requisite column against the holding "Post-Transaction" and is computed based on the equity share capital of the TC after the said acquisition

#### Signature of the Acquirers



Shri Sharad B Pitti



Shri Akshay S Pitti

For Pitti Electrical Equipment Pvt Ltd



Akshay S Pitti  
Director

Place: Hyderabad

Date: 15-11-2024

(\* ) Shareholding of each entity shall be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning the date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.