

Date: February 20, 2025

To Amara Raja Energy & Mobility Limited Renigunta, Cuddapah Road, Karakambadi, Tirupati, Andhra Pradesh- 517520, India	To National Stock Exchange of India Limited “Exchange Plaza” Bandra East, Mumbai – 400 051 <b>NSE Symbol: ARE&amp;M</b>	To BSE Limited Corporate Relations Department Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 <b>BSE SCRIP CODE: 500008</b>
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**Subject : Proposed Inter-se Transfer of shares amongst Promoters pursuant to Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SAST Regulations, 2011”);**

**Ref : SEBI Exemption order No. WTM/ASB/CFD/18/2024-25 dated January 24, 2025 (Exemption Order);**

In compliance with the Regulation 10(1)(a) of SAST Regulation, 2011 read with Regulation 10(5) and SEBI Exemption Order referred above, I, Ramachandra Naidu Galla, [Part of Promoters of Amara Raja Energy & Mobility Limited (“ARE&M”)], hereby submit the disclosure regarding the proposed indirect acquisition of shares of ARE&M, as herein detailed below

- By way of acquisition of 1,21,36,017 (56.33%) equity shares of RNGalla Family Private Limited (Part of Promoter of ARE&M and holding 32.86% of shareholding in ARE&M), by me from my family members [i.e Mrs. Amara Kumari Galla (Spouse), Mr. Jayadev Galla (Son), Mr. Ashok Galla (Grandson), Mr. Siddarth Galla (Grandson), Dr Ramadevi Gourineni (Daughter), Mr. Harshavardhana Gourineni (Grandson), Mr. Vikramadithya Gourineni (Grandson)] (all are Promoter of ARE&M) as off market inter-se transfer (gift) of shares, in one or more tranches.
- In this regard, SEBI vide its order No. WTM/ASB/CFD/18/2024-25 dated January 24, 2025, SEBI has granted the exemption under Regulation 11(5) of the SAST Regulations, 2011 for the above proposed inter-se transfer of shares.

The required details in terms of Reg 10(5) of SAST Regulations, 2011 is enclosed herewith and you are requested to disseminate the same in terms of SAST Regulations, 2011.

**Kindly acknowledge the receipt of the same.**

Thanking you,

**Dr. Ramachandra Naidu Galla**

(For and on behalf of self and other family members forming part of the proposed transaction and part of Promoters)

Encl: Disclosure under Reg 10(5) of SAST Regulations, 2011.

**Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SAST Regulations, 2011”)**

<b>S. No</b>	<b>Particulars</b>	<b>Details</b>																											
1	Name of the Target Company (TC)	Amara Raja Energy & Mobility Limited (“ARE&M”) (Formerly known as Amara Raja Batteries Limited)																											
2.	Name of the acquirer(s)	Dr. Ramachandra Naidu Galla																											
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, Dr. Ramachandra Naidu Galla is part of the Promoters of ARE&M  [Refer Annexure-A for complete list of Promoters of ARE&M]																											
4.	Details of the proposed acquisition																												
	a.	Name of the person(s) from whom shares are to be acquired																											
		My Family members, who are also part of Promoters of ARE&M a. Mrs. Amara Kumari Galla (Spouse) b. Mr. Jayadev Galla (Son) c. Mr. Ashok Galla (Grandson) d. Mr. Siddharth Galla (Grandson) e. Dr Ramadevi Gourineni (Daughter) f. Mr. Harshavardhana Gourineni (Grandson) g. Mr. Vikramadithya Gourineni (Grandson)																											
	b.	Proposed date of acquisition																											
		On or after February 28, 2025																											
	c.	Number of shares to be acquired from each person mentioned in 4(a) above																											
		NA*  *It is an indirect acquisition of 1,21,36,017 (56.33%) equity shares of RNgalla Family Private Limited (RFPL) (Part of Promoter of ARE&M and holding 32.86% of shareholding in ARE&M) by me from																											
		<table border="1"> <thead> <tr> <th><b>Name of Promoters</b></th> <th><b>Number of shares in RFPL</b></th> <th><b>Percentage of shareholding in RFPL</b></th> </tr> </thead> <tbody> <tr> <td>Mrs. Amara Kumari Galla</td> <td>14,43,510</td> <td>6.70%</td> </tr> <tr> <td>Mr. Jayadev Galla</td> <td>49,77,038</td> <td>23.10%</td> </tr> <tr> <td>Mr. Ashok Galla</td> <td>6,34,695</td> <td>2.95%</td> </tr> <tr> <td>Mr. Siddharth Galla</td> <td>6,24,242</td> <td>2.90%</td> </tr> <tr> <td>Dr. Ramadevi Gourineni</td> <td>26,97,308</td> <td>12.52%</td> </tr> <tr> <td>Mr. Harshavardhana Gourineni</td> <td>8,79,843</td> <td>4.08%</td> </tr> <tr> <td>Mr. Vikramadithya Gourineni</td> <td>8,79,381</td> <td>4.08%</td> </tr> <tr> <td><b>Total</b></td> <td><b>1,21,36,017</b></td> <td><b>56.33%</b></td> </tr> </tbody> </table>	<b>Name of Promoters</b>	<b>Number of shares in RFPL</b>	<b>Percentage of shareholding in RFPL</b>	Mrs. Amara Kumari Galla	14,43,510	6.70%	Mr. Jayadev Galla	49,77,038	23.10%	Mr. Ashok Galla	6,34,695	2.95%	Mr. Siddharth Galla	6,24,242	2.90%	Dr. Ramadevi Gourineni	26,97,308	12.52%	Mr. Harshavardhana Gourineni	8,79,843	4.08%	Mr. Vikramadithya Gourineni	8,79,381	4.08%	<b>Total</b>	<b>1,21,36,017</b>	<b>56.33%</b>
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<b>Total</b>	<b>1,21,36,017</b>	<b>56.33%</b>																											
	d.	Total shares to be acquired as % of share capital of TC																											
		No direct acquisition of shares of the ARE&M (Refer Note-1)																											
	e.	Price at which shares are proposed to be acquired																											
		NA*																											

			<p>* It is an indirect acquisition of 1,21,36,017 (56.33%) equity shares of RNgalla Family Private Limited (Part of Promoter of ARE&amp;M and holding 32.86% of shareholding in ARE&amp;M) as inter-se transfer (gift) to me from my family members as mentioned in SI no 4(c) above. The said shares along with my existing holding in RNgalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.</p> <p>Therefore, there will be no change in the shareholding pattern of the ARE&amp;M before or after the proposed transaction in the shares of RNgalla Family Private Limited.</p>
	f.	Rationale, if any, for the proposed transfer	<p>Each of my family members is transferring shares held by them respectively of RNgalla Family Private Limited (Part of Promoter of ARE&amp;M and holding 32.86% of shareholding in ARE&amp;M) to me by way of gift to enable structured and seamless intergenerational succession of my assets, including shares/control, so as to eradicate the possibility of future conflict, as well as for family's well-being.</p> <p>The said share along with my existing holding in RNgalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.</p>
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(II) of SAST Regulations, 2011
6		If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	<p>NA*</p> <p>* It is an indirect acquisition of 1,21,36,017 (56.33%) equity shares of RNgalla Family Private Limited (Part of Promoter of ARE&amp;M and holding 32.86% of shareholding in ARE&amp;M) as inter-se transfer (gift) to me from my family members as mentioned in SI no 4(c) above. The said shares along with my existing holding in RNgalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.</p> <p>Therefore, there will be no change in the shareholding pattern of the ARE&amp;M before or after the proposed transaction in the shares of RNgalla Family Private Limited.</p>
7		If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	<p>NA*</p> <p>* It is an indirect acquisition of 1,21,36,017 (56.33%) equity shares of RNgalla Family Private Limited (Part of Promoter of ARE&amp;M and holding 32.86% of shareholding in ARE&amp;M) as inter-se transfer (gift) to me from my family members as mentioned in SI no 4(c) above. The said shares along with my existing holding</p>

		<p>in RNGalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.</p> <p>Therefore, there will be no change in the shareholding pattern of the ARE&amp;M before or after the proposed transaction in the shares of RNGalla Family Private Limited.</p>			
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	<p>NA*</p> <p>* It is an indirect acquisition of 1,21,36,017 (56.33%) equity shares of RNGalla Family Private Limited (RFPL) (Part of Promoter of ARE&amp;M and holding 32.86% of shareholding in ARE&amp;M) as inter-se transfer (gift) to me from my family members as mentioned in SI no 4(c) above. The said shares along with my existing holding in RNGalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.</p> <p>Therefore, there will be no change in the shareholding pattern of the ARE&amp;M before or after the proposed transaction in the shares of RNGalla Family Private Limited.</p>			
9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	The Acquirer declares that the transferors and the transferee have complied with the disclosure requirements in Chapter V of the Takeover Regulations, 2011.			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The Acquirer declares that he has duly complied with all the conditions specified under regulation 10(1)(a) with respect to exemptions.			
11.	Shareholding detail	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a Acquirer(s) and PACs (other than sellers)(*)	Refer Note-1			
	b Seller (s)				

**Note-1:**

The transaction is an indirect acquisition by way of inter-se transfer (gift) of 1,21,36,017 (56.33%) equity shares of RNGalla Family Private Limited (Part of Promoter of ARE&M and holding 32.86% of shareholding in ARE&M), by Dr. Ramachandra N Galla from family members [i.e Mrs. Amara Kumari Galla (Spouse), Mr. Jayadev Galla (Son), Mr. Ashok Galla (Grandson), Mr. Siddarth Galla (Grandson), Dr Ramadevi Gourineni

(Daughter), Mr. Harshavardhana Gourineni (Grandson), Mr. Vikramadithya Gourineni (Grandson)] (all are Promoter of ARE&M), in one or more tranches.

As a result of this, the Dr. Ramachandra Naidu Galla, together with his existing shareholding, will hold 2,14,44,157 equity shares of RNGalla Family Private Limited constituting 99.53% of its share capital. The said shares along with existing holding of Dr. Ramachandra Naidu Galla in RNGalla Family Private Limited would be settled into 4 different family trusts in terms of SEBI Exemption order referred above.

The Acquirer and sellers are forming part of promoters of ARE&M as disclosed under of shareholding pattern and RNGalla Family Private Limited (Part of Promoter of ARE&M) holds 6,01,45,316 equity shares in the ARE&M constituting to 32.86% of the total shareholding.

Thanking you,

**Dr. Ramachandra Naidu Galla**

(For and on behalf of self and other family members forming part of the proposed transaction and part of Promoters)

**Annexure A: Pre and Post holding of Promoters of ARE&M**

Particulars of Promotes	Pre-Holding in ARE&M		Post-Holding in ARE&M	
	No. of shares	% holding	No. of shares	% holding
Ramachandra N Galla	-	-	-	-
Amara Kumari Galla	-	-	-	-
Jayadev Galla	-	-	-	-
Ashok Galla	-	-	-	-
Siddharth Galla	-	-	-	-
Ramadevi Gourineni	-	-	-	-
Harshavardhana Gourineni	-	-	-	-
Vikramadithya Gourineni	-	-	-	-
Padmavathi Galla	-	-	-	-
G V Ramakrishna Vara Prasad	-	-	-	-
RNGalla Family Private Limited	6,01,45,316	32.86	6,01,45,316	32.86
Mangal Industries Limited	-	-	-	-
<b>Total</b>	<b>6,01,45,316</b>	<b>32.86</b>	<b>6,01,45,316</b>	<b>32.86</b>

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The Acquirer and sellers are forming part of promoters of ARE&M as disclosed under of shareholding pattern and RNGalla Family Private Limited (Part of Promoter of ARE&M) holds 6,01,45,316 equity shares in the ARE&M constituting to 32.86% of the total shareholding.