

11<sup>th</sup> March, 2024

1]  
The Secretary  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range,  
Kolkata 700 001  
Scrip code: 10023915

2]  
Listing Department  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051  
Scrip code: MAITHANALL-EQ

**Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Ref: Composite Scheme of Arrangement amongst Ma Kalyaneshwari Holdings Private Limited ("Demerged Company" for Part II of the Scheme or "Transferor Company" for Part III of the Scheme) and Anjaney Land Assets Private Limited ("Resulting Company") and Maithan Alloys Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme" / "Composite Scheme of Arrangement")**

Dear Sirs,

Please find a Report as required to be submitted under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format, in respect of acquisition consequent upon allotment of 1,72,70,176 equity shares of Maithan Alloys Limited ("Target Company"), being 59.32% of the paid-up share capital of the Target Company, pursuant to the Composite Scheme of Arrangement amongst Ma Kalyaneshwari Holdings Private Limited ("Demerged Company" for Part II of the Scheme or "Transferor Company" for Part III of the Scheme) and Anjaney Land Assets Private Limited ("Resulting Company") and Maithan Alloys Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme" / "Composite Scheme of Arrangement") as sanctioned by the Hon'ble National Company Law Tribunal, Kolkata Bench, vide its Order dated 1<sup>st</sup> February, 2024.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

**For and on behalf of Acquirers**



**Subhas Chandra Agarwalla**

Encl: a/a

cc : 1] The Corporate Relationship Department  
**BSE Limited**  
1st Floor, Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai 400 001.  
Scrip Code: 590078

2] **Maithan Alloys Limited**  
'Ideal Centre'  
4<sup>th</sup> Floor, 9 AJC Bose Road,  
Kolkata- 700 017

**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)	<b>Maithan Alloys Limited;</b> 4th Floor, 9 A.J.C Bose Road, Kolkata-700017
2. Name of the acquirer(s)	<b>Acquirers-</b> Mr. Prahlad Rai Agarwalla Mr. Subhas Chandra Agarwalla Mrs. Sarita Devi Agarwalla Mrs. Sheela Devi Agarwalla Mr. Subodh Agarwalla Mr. Sudhanshu Agarwalla Mr. Siddhartha Shankar Agarwalla Mrs. Sonam Agarwalla Mrs. Mitu Agarwalla Mrs. Tripti Agarwalla Subhas Chandra Agarwalla- HUF Prahlad Rai Agarwalla- HUF Shankar Lal Agarwalla - HUF  <b>Persons Acting in Concert -</b> Mr. Avinash Agarwalla
3. Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited The Calcutta Stock Exchange Limited Under permitted category at BSE Limited
4. Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of equity shares pursuant to the Composite Scheme of Arrangement amongst Ma Kalyaneshwari Holdings Private Limited ("Demerged Company" for Part II of the Scheme or "Transferor Company" for Part III of the Scheme) and Anjaney Land Assets Private Limited ("Resulting Company") and Maithan Alloys Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme"/"Composite Scheme of Arrangement") duly sanctioned by Hon'ble National Company Law Tribunal, Kolkata Bench vide its Order dated 1st February, 2024, certified copy of which was received on 22nd February, 2024.  Transferor Company was part of Promoter Group and was holding 1,72,70,176 equity shares of Transferee Company aggregating to 59.32% of the issued share capital.

		<p>Pursuant to the Part III of the Composite Scheme of Arrangement for transfer and vesting of Ma Kalyaneshwari Holdings Private Limited into Transferee Company, i.e. Maithan Alloys Limited, 1,72,70,176 equity shares held by the Transferor Company in the Transferee Company stand cancelled, extinguished and annulled from the effectiveness of the aforesaid Scheme.</p> <p>Simultaneously, in accordance with the aforesaid Scheme, Transferee Company has issued and allotted same number of equity shares (i.e., 1,72,70,176) to the shareholders of Transferor Company in proportion to the shares held by them in Transferor Company.</p> <p>The shareholders of Transferor Company forms part of the Promoter and Promoter Group of Target Company and hence there is no change in pre and post aggregate shareholding of the Promoter and Promoter Group of Target Company.</p>	
5.	<b>Relevant regulation under which the acquirer is exempted from making open offer.</b>	Regulation 10(1)(d)(ii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [hereinafter referred as "Regulations"]	
6.	<b>Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so,</b> <ul style="list-style-type: none"> <li>- Whether disclosure was made and whether it was made within the timeline specified under the regulations.</li> <li>- Date of filing with the stock exchange.</li> </ul>	<p>No</p> <p>Not Applicable</p> <p>Not Applicable</p>	
7.	<b>Details of acquisition</b>	<b>Disclosures required to be made under Regulation 10(5)</b>	<b>Whether the disclosures under regulation 10(5) are actually made</b>
	<b>a. Name of the transferor/seller</b>	Not Applicable	Not Applicable
	<b>b. Date of acquisition</b>	Not Applicable	Not Applicable
	<b>c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above</b>	Not Applicable	Not Applicable
	<b>d. Total shares proposed to be acquired/actually acquired as a % of diluted share capital of TC</b>	Not Applicable	Not Applicable
	<b>e. Price at which shares are proposed to be acquired/ actually acquired</b>	Not Applicable	Not Applicable

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8. Shareholding details	Pre-Transaction		Post-Transaction	
	No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
<b>a. Each Acquirer</b>				
1. Subhas Chandra Agarwalla	12,58,250	4.32	44,13,427	15.16
2. Sarita Devi Agarwalla	25,000	0.09	6,67,198	2.30
3. Sheela Devi Agarwalla	9,91,650	3.41	21,16,584	7.28
4. Subodh Agarwalla	6,59,250	2.26	42,43,753	14.58
5. Sudhanshu Agarwalla	2,59,650	0.90	14,69,789	5.05
6. Siddhartha Shankar Agarwalla	1135865	3.90	48,91,285	16.80
7. Sonam Agarwalla	1,10,000	0.38	3,69,615	1.27
8. Prahlad Rai Agarwalla	1,00,000	0.34	31,60,295	10.85
9. Mitu Agarwalla	Nil	Nil	9,533	0.03
10. Prahlad Rai Agarwalla - HUF	Nil	Nil	1,07,668	0.37
11. Shankar Lal Agarwalla - HUF	Nil	Nil	7,040	0.02
12. Subhas Chandra Agarwalla - HUF	Nil	Nil	3,44,275	1.18
13. Tripti Agarwalla	Nil	Nil	9,379	0.03
<b>Promoter including PAC (other than Acquirers)</b>				
14. Avinash Agarwalla	19,525	0.07	19,525	0.07
15. Ma Kalyaneshwari Holdings Private Limited*	1,72,70,176	59.32	Nil	Nil
<b>b. Each Seller/Transferor</b>				
None	-	-	-	-

\* Shareholding of Ma Kalyaneshwari Holdings Private Limited was cancelled, extinguished and annulled consequent upon amalgamation of Ma Kalyaneshwari Holdings Private Limited with the Maithan Alloys Limited (Target Company) w.e.f. 8<sup>th</sup> March, 2024, i.e. the effective date.

For and on behalf of Acquirers

  
Subhas Chandra Agarwalla

Date: 11<sup>th</sup> March, 2024

Place: Kolkata

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