

MIRANDA TOOLS PRIVATE LIMITED



(Formerly known as PMP Auto Components Private Limited)

CIN: U34300MH1996PTC099236 Tel. No. : (+91-22) 66229300

REGD OFFICE: 1401, 14th Floor, Tower B, Peninsula Business Park, Ganpatrao Kadam Marg,
Lower Parel Mumbai – 400013; Email: compliance@mirandatools.net

Date: September 05,2024

To

Corporate Relations Department BSE Limited, 1 st Floor, New Trading Wing, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code : 503031	The Market Operations Department National Stock Exchange of India Limited, Exchange Plaza, 5 th Floor, Plot No C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip Symbol: PENINLAND	Board of Directors Peninsula Land Limited 1401, 14 th Floor, Peninsula Business Park, Tower B, Ganpatrao Kadam, Lower Parel, Mumbai – 400 013
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Subject: **Disclosure under Regulation 29 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.**

Respected Sir/Madam,

Please refer enclosed to the letter, disclosure under Regulation 29 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 intimating acquisition of 1,53,00,000 Equity Shares on account of conversion of warrants in ratio of 1:1.

Request you to take note of the same in your records.

Thanking you,

For: Miranda Tools Private Limited

Nandan
Ashok Piramal

Digitally signed by
Nandan Ashok Piramal
Date: 2024.09.05 17:41:39
+05'30'

Nandan Piramal
Director
DIN: 00045003
Enclosed as above

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Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

Name of the Target Company (TC)	Peninsula Land Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Miranda Tools Private Limited (Acquirer) Person Acting in Concerts as given below 1. Urvi Ashok Piramal 2. Jaydev Mukund Mody 3. Rajeev Ashok Piramal 4. Nandan Ashok Piramal 5. Harshvardhan Ashok Piramal 6. Kalpana Singhania 7. Anjali Mody Family Private Limited 8. Aditi Mody Family Private Limited 9. Aarti Pandit Family Private Limited 10. Powerjet Carriers and Transporters Private Limited 11. Urvi A Piramal acting as a trustee of Ashok Piramal Group Real Estate Trust 12. Delta Corp Limited		
Whether the acquirer belongs to Promoter / Promoter group	Promoter Group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition 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 acquirer along with PACs of: a) Shares carrying voting rights 1. Acquirer 2. Other promoter and promoter group	1,45,00,000 18,70,72,333	4.70% 60.60%	8.32% ^{##} 54.37%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-

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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)	1,53,00,000	-	-
e) Total (a+b+c+d)	20,15,72,333 Equity shares and 1,53,00,000 Convertible Warrants	65.30%	62.69%
Details of acquisition			
a) Shares carrying voting rights acquired	1,53,00,000	4.72%	4.27%
b) VRs acquired otherwise than by equity 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) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+/-d)	1,53,00,000	4.72%	4.27%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
1. Acquirer	2,98,00,000	9.20%	8.32%
2. Other Promoter and Promoter Group	18,70,72,333	57.74%	54.37%
b) VRs otherwise than by equity 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) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/	-	-	-

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others)			
e) Total (a+b+c+d)	21,68,72,333	66.94%	62.69%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Preferential Allotment as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR") and on account of conversion of warrants into Equity Shares in ratio 1:1.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	As part of the terms of the issue, TC had allotted 1,53,00,000 warrants on preferential basis as per SEBI ICDR, on receipt of 25% (Twenty-five percent) aggregating to ₹ 5,35,50,000/- on March 22,2023, and now upon payment of the balance amount aggregating to ₹ 16,06,50,000/- (Rupees Sixteen Crore Six Lakhs Fifty Thousand only) (being balance 75% of the issue price), the TC, at its meeting of Allotment Committee of Board of Directors held Wednesday, September 04, 2024 approved the conversion of warrants into equity shares in the ratio 1:1 and allotted 1,53,00,000 additional equity shares of ₹ 2/- each fully paid up with ₹ 12/- premium per share.		
Date of acquisition of / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	September 04,2024		
Equity share capital / total voting capital of the TC before the said acquisition	30, 87, 01,220 Equity Shares of ₹ 2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition	32,40,01,220 Equity Shares of ₹ 2/- each		
Total diluted share/voting capital of the TC after the said acquisition	35,82,76,892 Equity Shares of ₹ 2/- each		

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Part-B**

Name of the Target Company:

NAME(S) OF THE ACQUIRER AND PERSONS ACTING IN CONCERT (PAC) WITH THE ACQUIRER	WHETHER THE ACQUIRER BELONGS TO PROMOTER/ PROMOTER GROUP	PAN OF THE ACQUIRER AND/ OR PACS
Miranda Tools Private Limited	Promoter Group	N
Urvi Ashok Piramal	Promoter	
Jaydev Mody	Promoter Group	
Delta Corp Limited	Promoter Group	
Ashok Piramal Group Real Estate Trust	Promoter	
Anjali Mody Family Private Limited	Promoter Group	
Aditi Mody Family Private Limited	Promoter Group	
Aarti Pandit Family Private Limited	Promoter Group	
Kalpana Singhania	Promoter Group	
Harshvardhan Piramal	Promoter	
Rajeev Piramal	Promoter	
Nandan Piramal	Promoter	
Powerjet Carriers and Transporters Private Limited	Promoter Group	

Nandan

Ashok Piramal

Digitally signed by Nandan
Ashok Piramal
Date: 2024.09.05 17:42:22
+05'30'

Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: September 05, 2024

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

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

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

8.32% mentioned against % w.r.t. total diluted share/voting capital of the TC (**) above includes 1,53,00,000 Warrants issued to Miranda Tools Private Limited which were converted into 1,53,00,000 Equity shares which is reported through this disclosure.

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Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Peninsula Land Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Miranda Tools Private Limited (Acquirer) Person Acting in Concerts as given below 1. Urvi Ashok Piramal 2. Jaydev Mukund Mody 3. Rajeev Ashok Piramal 4. Nandan Ashok Piramal 5. Harshvardhan Ashok Piramal 6. Kalpana Singhania 7. Anjali Mody Family Private Limited 8. Aditi Mody Family Private Limited 9. Aarti Pandit Family Private Limited 10. Powerjet Carriers and Transporters Private Limited 11. Urvi A Piramal acting as a trustee of Ashok Piramal Group Real Estate Trust 12. Delta Corp Limited		
Whether the acquirer belongs to Promoter/Promoter group	Promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	• BSE Limited (BSE) • National Stock Exchange of India Limited (NSE)		
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			
1. Acquirer	1,45,00,000	4.70%	8.32% ^{##}
2. Promoter and Promoter group	18,70,72,333	60.60%	54.37%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-

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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)	1,53,00,000	-	-
e) Total (a+b+c+d)	20,15,72,333 Equity Shares and 1,53,00,000 warrants	65.30%	62.69%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/ sale / gift	1,53,00,000	4.72%	4.27%
b) VRs acquired / sale 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) acquired/ sale	-	-	-
d) Shares encumbered/ invoked / released by the acquirer	-	-	-
e) Total (a+b+c+d)	1,53,00,000	4.72%	4.27%
After the acquisition/sale/gift, holding of:			
a) Shares carrying voting rights			
1. Acquirer	2,98,00,000	9.20%	8.32%
2. Other Promoter and Promoter Group	18,70,72,333	57.74%	54.37%
b) Shares encumbered with the acquirer	-	-	-
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	-	-	-
e) Total (a+b+c+d)	21,68,72,333	66.94%	62.69%

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Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment as per the Securities and Exchange Board of India (issue of Capital and Disclosure Requirements) Regulations, 2018 and on account of conversion of warrants into Equity Shares in ratio 1:1.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 04, 2024
Equity share capital / total voting capital of the TC before the said acquisition / sale/gift	30, 87, 01,220 Equity Shares of ₹ 2/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale/gift	32,40,01,220 Equity Shares of ₹ 2/- each
Total diluted share/voting capital of the TC after the said acquisition	35,82,76892 Equity Shares of ₹ 2/- each

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 33 of the Securities and Exchange Board of India (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/optionally convertible securities into equity shares of the TC.

(#) The Shares ~~acquired/~~ subscribed /~~allotted~~ on September 04, 2024 which is the date when 2% limit for change in shareholding was triggered.

8.32% mentioned against % w.r.t. **total diluted share/voting capital of the TC (**) above** includes 1,53,00,000 Warrants issued to Miranda Tools Private Limited which were converted into 1,53,00,000 Equity shares which is reported through this disclosure.

For Miranda Tools Private Limited

Nandan

Ashok Piramal

Digitally signed by Nandan Ashok
Piramal
Date: 2024.09.05 17:42:58 +05'30'

Nandan Piramal

Director

DIN:00045003

Place: Mumbai

Date: September 05, 2024