



T.T. BRANDS LIMITED

878-A, GROUND FLOOR, EAST PARK ROAD

KAROL BAGH, NEW DELHI - 110005

CIN: U74999DL2022PLC397311

Email: ttbrandglobal@gmail.com

Date: 6th March, 2024

National Stock Exchange of India Ltd.
"Exchange Plaza", Plot No. C/1,
Block - G, Bandra-Kurla Complex,
Bandra (E) Mumbai — 400051
Ph.: 022-26598100-8114

(Scrip Code: TTL)

BSE Limited
(Formerly Bombay Stock Exchange Ltd.)
Floor 25, P.J. Towers,
Dalal Street, Mumbai — 400001
Fax-022-22722061/41/39/37

(Scrip Code - 514142)

Sub: Submission of Disclosure required under Regulation 10(5) of the SEBI (SAST) Regulations, 2011

Dear Sir/Madam,

We hereby submit the disclosure as required under Regulation 10(5) of the SEBI (SAST) Regulations, 2011 for proposed corporatization of 85,97,222 (39.91%) equity shares of the T.T. Limited, by way of inter-se transfer as per business transfer agreement of T T Industries, sole proprietorship firm for consideration other than cash from Rikhab Chand Jain, being a part of Promoter/Promoter Group of T T Ltd., details of which are enclosed herewith. Shri Rikhab Chand Jain is the proprietor of T T Industries since 1964. He incorporated T T Ltd in 1978 and its chairman since incorporation. He also incorporated T T Brands Ltd in year 2022 holding 99.88% shares and its chairman since incorporation. Now T T Industries (Proprietor business) is being transferred to T T Brands Ltd.

Please note that this transaction, being inter-se transfer of shares amongst the Promoters of the Company, falls within the exemption provided under Regulation 10(1)(a)(iii) of the SEBI (SAST) Regulations, 2011. The Aggregate holding of Promoter and Promoter Group before and after the above inter-se transaction remains the same.

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For and on behalf of T. T. Brands Limited

Rikhab Chand Jain
(Acquirer/promoter group of T T Ltd)

Format for 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

1.	Name of the Target Company (TC)	T.T. Limited
2.	Name of the acquirer	T.T. Brands Limited
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, Acquirer is the promoter of the Target Company and its name is shown under the shareholding pattern (promoters) filed with BSE and NSE.
4.	Details of the proposed acquisition	
a.	Name of the person(s) from whom shares are to be acquired	Rikhab Chand Jain
b.	Proposed date of acquisition	27/03/2024
c.	Number of shares to be acquired from person mentioned in 4 (a) above	85,79,222
d.	Total shares to be acquired as % of share capital of TC	39.91%
e.	Price at which shares are proposed to be acquired	Not applicable, since proposed off market inter-se transfer of share will be pursuant to business merger agreement between T.T. Industries, sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited owned by the Shri Rikhab Chand Jain.
f.	Rationale, if any, for the proposed transfer	Corporatization of Sole proprietorship firm T T Industries (Owner Shri Rikhab Chand Jain) into a Company namely T T Brands Ltd owned by Shri Rikhab Chand Jain himself, holding 99.88% shares in T T Brands Ltd
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a) (iii) of SEBI (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.	Not applicable, since no consideration is involved as the proposed transfer of share to the above-mentioned acquirer, will be by the way of business merger Agreement between sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited owned by the Shri Rikhab Chand Jain.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable, since no consideration is involved as the proposed transfer of share to the above-mentioned acquirer, will be by the way of business merger Agreement between sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited owned by the Shri Rikhab Chand Jain.
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.	Not applicable, since no consideration is involved as the proposed transfer of share to the above-mentioned acquirer, will be by the way of business merger Agreement between sole proprietorship firm of Shri Rikhab

Rikhab C. Jain

		Chand Jain and T.T. Brands Limited owned by the Shri Rikhab Chand Jain.			
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)		Yes, 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)		
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		We hereby declare that all the conditions specified under regulation 10(1)(a) of SEBI (SAST) Regulation, 2011 with respect to exemptions has been complied with.		
11.	Shareholding details		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) T.T. Brands Limited (No PAC)	28,251	0.13%	86,07,473 40.04%
	b.	Seller (s) (i) Rikhab Chand Jain	85,79,222	39.91%	0 0

For and on behalf of T. T. Brands Limited

Rikhab Chand Jain
(Acquirer/promoter group of T T Ltd)

Rikhab C. Jain

Date: 6th March 2024

Place: New Delhi