

5th September, 2025

BSE Limited (BSE)

The Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 532966

National Stock Exchange of India Limited (NSE)

The Listing Compliance Department
Exchange Plaza Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051
Symbol: TITAGARH

Madam/Sir,

Sub: Outcome of Board Meeting held today i.e., 5th September, 2025 pursuant to provisions of Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The Board at its meeting held today i.e., 5th September, 2025, approved investment by the Company to acquire further equity being issued by TNSPL on Rights Issue basis, aggregating Rs. 5 Crores represented by 50,00,000 shares of face value of Rs. 10/- each for cash at par. The full amount of the issue price will be payable on application in cash. The said investment will not cause any change in shareholding percentage of the Company in TNSPL which shall continue to be WOS of the Company.

The details required as per the SEBI Circular No. SEBI/HO/CFD/POD2/CIR/P/0155 dated 11 November, 2024 And SEBI Circular No. SEBI/HO/CFD/CFD-POD-2/CIR/P/2024/185 dated 31 December, 2024 are annexed as **Annexure A**.

The meeting commenced at 11.30 A.M. and concluded at 3.45 P.M.

The said disclosure is also being made available on the website of the Company at www.titagarh.in.

Please take the above on record.

Thanking you,
yours faithfully,

For TITAGARH RAIL SYSTEMS LIMITED

Aditya Purohit
Company Secretary & Compliance Officer
M. No. 27825

Encl. as above

CIN: L27320WB1997PLC084819

Registered Office: Poddar Point, 10th Floor, 113 Park Street, Kolkata 700016, India
Corporate Office: Titagarh Towers, 756 Anandapur, E.M Bypass, Kolkata 700107, India
Phone:+91 33 40190800 Fax: +91 33 40190823 Email: corp@titagarh.in; Web: www.titagarh.in

Details of Acquisition

Sl. No.	Particulars of Disclosure	Disclosure
1.	name of the target entity, details in brief such as size, turnover etc.;	<p>Titagarh Naval Systems Private Limited is a company incorporated under the Companies Act 2013, the Capital and Turnover details of which are as follows:</p> <p>Authorized Share Capital: Rs. 500,00,000/- (50,00,000 Equity Shares of face value of Rs. 10/- each)</p> <p>Paid Up Share Capital: Rs. 10,000/- (1,000 Equity Shares of face value of Rs. 10/- each)</p> <p>Total Income & Turnover: Not Applicable as the Company has been incorporated on 2nd December, 2024.</p>
2.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>The Board has approved subscription to Rights Issue made by TNSPL.</p> <p>The said investment will not cause any change in shareholding percentage of the Company in TNSPL, which shall continue to be wholly owned subsidiary of the Company.</p> <p>The transaction has been done at "arm's length".</p>
3.	industry to which the entity being acquired belongs;	Manufacturing, marketing and selling naval systems including Shipbuilding and all types of parts, components, subsystems and products ancillary thereto.
4.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>Subscription to rights entitlement.</p> <p>The Right Issue is being made by TNSPL to meet its fund requirements for augmenting infrastructure for SMS Business.</p>
5.	brief details of any governmental or regulatory approvals required for the acquisition;	No governmental or regulatory approvals required for the said acquisition.
6.	indicative time period for completion of the acquisition	Acquisition of equity shares is estimated to be completed by 10 th September, 2025
7.	consideration - whether cash consideration or share swap or any other form and details of the same;	Cash Consideration

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8.	cost of acquisition and/or the price at which the shares are acquired;	Rs. 500,00,000/- (Rupees Five Crore) for 50,00,000 (Fifty Lakhs) equity shares of Rs. 10/- each fully paid up. Pursuant to subscription to Rights Issue, there will be no change in shareholding percentage of the Company in TNSPL.
9.	percentage of shareholding / control acquired and / or number of shares acquired	100% of shares carrying voting power comprised in 50,00,000 (Fifty Lakhs) equity shares of Rs. 10/- each fully paid up aggregating Rs. 500,00,000/- (Rupees Five Crore) only.
10.	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Titagarh Naval Systems Private Limited is incorporated under the Companies Act, 2013 on 2 nd December, 2024 and the other details are as mentioned herein.

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