



Date: 13th May, 2023

To The Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE SCRIP CODE: 532966	To The Listing Department National Stock Exchange of India Limited “Exchange Plaza” C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051 NSE SYMBOL: TWL
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Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Formation of new Company in the name and style of “Ramkrishna Titagarh Rail Wheels Limited” in consortium with Ramkrishna Forgings Limited

In furtherance to our intimation dated 6th April, 2023 and pursuant to Regulation 30 read with Schedule III Part A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (SEBI LODR Regulations), we hereby inform that the Board of Directors of the Company at its meeting held today, i.e. 13th May, 2023 has approved the formation of new Public Limited Company in consortium with Ramkrishna Forgings Limited under the name and style of “Ramkrishna Titagarh Rail Wheels Limited”.

The disclosure as required under Schedule III of the SEBI LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9 September, 2015 is attached herewith and marked as Annexure A to this letter.

Please take the same on record.

We request you to kindly take the above on record.

Thanking you,

For Titagarh Wagons Limited

Dinesh Arya
Company Secretary & Compliance Officer
FCS 3665

TITAGARH WAGONS LIMITED

CIN: L27320WB1997PLC084819

Registered & Corporate Office: Titagarh Towers, 756 Anandapur, E. M. Bypass, Kolkata – 700 107, India
Phone : +91 33 4019 0800 | Fax: + 91 33 4019 0823 | Email : corp@titagarh.in | Web: www.titagarh.in



Annexure-A

Sl. No.	Particulars	Remarks
1.	Name of the Parties of consortium	Titagarh Wagons Limited ("TWL") and Ramkrishna Forgings Limited ("RKFL")
2.	Purpose	The Consortium of RKFL-TWL was declared L1 in the financial bid opened against tender for Manufacturing and Supply of Forged Wheels under long term Agreement under Aatma Nirbhar Bharat (Project) and has since received the Letter of Award (LOA) dated 5 April, 2023 from the Ministry of Railways, Government of India. Pursuant to the Consortium Agreement, it has been decided to incorporate a new entity in the name and style of "Ramkrishna Titagarh Rail Wheels Limited" for execution of the Project.
3.	Sharholding, if any, in the proposed entity	TWL and RKFL will hold equal stake i.e. 50% each in the total share capital on incorporation of the above named entity.
4.	Significant terms	<ul style="list-style-type: none"> ➤ Both TWL and RKFL will nominate two directors on the Board of the new entity on its incorporation. ➤ Other terms and conditions as per the agreement between TWL and RKFL.
5.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	The proposed company's equity shares will be subscribed at par by TWL and RKFL.
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc? If yes, nature of interest and details thereof	<ul style="list-style-type: none"> ➤ As above. ➤ No potential conflict of interest arising out of this agreement.
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

Thanking you,

For Titagarh Wagons Limited

Dinesh Arya
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