

Pitti Engineering Limited

[Formerly Pitti Laminations Limited]

ISO 9001:2015 ISO 14001:2015

www.pitti.in

4th September 2023



BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001
BSE SCRIP CODE: 513519

National Stock Exchange of India Limited
Listing Compliance Department
Exchange Plaza
Bandra - Kurla Complex
Bandra East, Mumbai - 400 051
NSE Symbol: PITTIENG

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") for the proposed Scheme of Amalgamation among Pitti Castings Private Limited ("PCPL" or the "Amalgamating Company 1") and Pitti Rail and Engineering Components Limited ("PRECL" or the "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or the "Amalgamated Company" or the "Company") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and the rules framed thereunder

Ref: No Objection Certificate ("NOC") from lending scheduled commercial banks/financial institutions/debenture trustees, as applicable constituting not less than 75% of the secured creditors in value

Dear Sir,

We refer to the Application Number 36263 (NSE) & 178433 (BSE), filed under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Scheme of Amalgamation amongst Pitti Castings Private Limited and Pitti Rail and Engineering Components Limited and Pitti Engineering Limited and their respective shareholders and creditors with National Stock Exchange of India Limited and BSE Limited respectively.

As per the terms of para A(2)(k) of Part I of the SEBI Master Circular dated 23rd November 2021, the Company is required to obtain and submit the No Objection Certificate from the lending scheduled commercial banks/financial institutions/debenture trustees before the receipt of the Observation or No-Objection letters from the Stock Exchanges in terms of Regulation 37 of the Listing Regulations.

Please note that the Company has the following secured lenders who have sanctioned various credit facilities to the Company:

1. State Bank of India
2. Kotak Mahindra Bank Limited
3. Canara Bank
4. SVC Co-operative Bank Limited
5. Yes Bank Limited
6. TATA Capital Financial Services Limited
7. Mercedes-Benz Financial Services India Private Limited (formerly known as Daimler Financial Services India Pvt. Ltd)

Registered Office

6-3-648/401, 4th Floor
Padmaja Landmark, Somajiguda
Hyderabad - 500 082
Telangana, India
T: +91 40 2331 2774 / 2331 2770
F: +91 40 2339 3985
info@pitti.in



CIN: L29253TG1983PLC004141

Pitti Engineering Limited

(Formerly Pitti Laminations Limited)

ISO 9001:2015 ISO 14001:2015

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In addition to the above, the Company has also obtained lease financing from DMG MORI Finance GmbH.

We are hereunder submitting the No Objection Certificate obtained from the respective lenders including DMG MORI Finance GmbH, as listed above.

We request you to please take the same on record.

Thanking You,

Yours faithfully,
For Pitti Engineering Limited

Mary Monica Braganza
Company Secretary & Compliance Officer
FCS: 5532



CIN: L29253TG1983PLC004141

Registered Office

6-3-648/401, 4th Floor
Padmaja Landmark, Somajiguda
Hyderabad - 500 082
Telangana, India
T: +91 40 2331 2774 / 2331 2770
F: +91 40 2339 3985
info@pitti.in

TO WHOMSOEVER IT MAY CONCERN

We, **State Bank of India** having registered office at Madam Cama Road, Mumbai-400021 and its branch located at **SBI Industrial Finance Branch- Hyderabad**, 1st floor, Nava Bharat Chambers, Raj Bhavan Road, Somajiguda, Hyderabad - 500082 do hereby state as follows:

1. We state that we are the lenders to Pitti Engineering Limited ('PEL' or 'the Company'). We are having credit exposure of Rs.452.25 Cr and outstanding balance of Rs.233.48 Cr as on 31.08.2023.
2. We refer to the 'Scheme of Amalgamation' ("The Scheme"), amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors, submitted by the Company to us.
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the company to take all such steps as may be necessary and desirable to implement 'the scheme' which are deemed necessary and directed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal.
5. The consent provided by State Bank of India, Industrial Finance Branch- Hyderabad through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to State Bank of India, Industrial Finance Branch- Hyderabad under the transaction documents in relation to the loan facilities or under applicable laws.
6. This NOC is subject to the similar approvals from other lenders.

For **State Bank of India, Industrial Finance Branch- Hyderabad**,

(P L Srinivas)

Assistant General Manager & RM- AMT IV

Date: 04.09.2023

 bank.sbi



2314 7202 (DGM's Sectt.)
2314 7241 (AGM/COO)
2314 7255 (Accts. Admn.)
2314 7271 (CM IBD)
2314 7261 (Trade Fin.)
EPABX : 2314 7200



2340 3862 (DGM's Sectt.)
2341 4057 (AGM/COO)
2314 7204 (RM I)
2314 7205 (RM II)
2314 7212 (RM III)
2314 7207 (RM IV)



2314 7206 (RM V)
sbi.09103@sbi.co.in
Swift Code : SBININBB144
IFSC No. : SBIN0009103



పారిశ్రామిక ఫైనాన్స్ శాఖ
నవభారత్ చాంబర్స్
రాజ్ భవన్ రోడ్, సోమాజిగూడ.
హైదరాబాద్, తెలంగాణ - 500 082.
औद्योगिक वित्त शाखा
नव भारत चैम्बर्स,
राज भवन रोड, सोमाजीगुडा,
हैदराबाद, तेलंगाना - 500 082.

Industrial Finance Branch
Navabharat Chambers,
Raj Bhavan Road,
Somajiguda,
Hyderabad,
Telangana - 500 082.



Ref : CB-MM/06072023/212

Kotak Mahindra Bank

Date: 06-07-2023

TO WHOMSOEVER IT MAY CONCERN

We, Kotak Mahindra Bank Limited, having its registered office at 27 BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 and a branch office amongst other places at Jewel Pavani Tower, Somajiguda, Hyderabad – 500082, do hereby state as following:

1. We state that we are the lenders to Pitti Engineering Limited ('PEL' or 'the Company') and have secured Sanctioned limits(including Term Loan rundown outstanding) of INR 130,32,00,000/- (Rupees One Hundred thirty crores and thirty two lacs Only) as on 16th June 2023.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors ("the Scheme").
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by Kotak Mahindra Bank Limited through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to Kotak Mahindra Bank Limited under the transaction documents in relation to the loan facilities or under applicable laws.

This NOC is subject to Company obtaining similar NOC from other lenders including consortium Lead Bank.

For Kotak Mahindra Bank Limited

G.Sai Ganesh
Associate Vice President

Wholesale Integrated Service Excellence Group
gudla.saiganesh@kotak.com
040-66741464



Kotak Mahindra Bank Ltd.
CIN: L65110MH1985PLC038137
6-3-1109/1/P/202, 2nd Floor
Jewel Pavani Towers
Raj Bhavan Road, Somajiguda
Hyderabad - 500 082, Telangana

T +91 40 667414873
F +91 40 667414873
www.kotak.com

Registered Office:
27 BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400051,
Maharashtra, India.

TO WHOMSOEVER IT MAY CONCERN

We, Canara Bank, having its registered office at 112, J.C. Road, Bengaluru Karnataka 560002 do hereby state as following:

1. We state that we are the lenders to Pitti Engineering Limited ('PEL' or 'the Company') and have an outstanding amount of INR. 41.07 Crores (Including GECL liability) as on 28th August 2023. Further, the Company has unused sanctioned facilities to an extent of INR. 29.94 crores as on 28th August 2023.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors ("the Scheme").
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by Canara Bank through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to Canara Bank under the transaction documents in relation to the loan facilities or under applicable laws.

For Canara Bank,

कृते केनरा बैंक For CANARA BANK

मुख्य प्रबंधक Chief Manager

मिड कॉर्पोरेट शाखा, खैराताबाद, हैदराबाद (DP 13438)
Mid Corporate Branch, Khairatabad, Hyderabad

Designation: Chief Manager

Date: 29.08.2023

जी.डी.पी. शर्मा

G.D.P. SHARMA

मुख्य प्रबंधक/Chief Manager

ह.अ.सं.SP No. 58654



Canara Bank

Mid Corporate Branch (13438)

#D No. 6-2-915, HMWS & SB BUILDING (WEST BLOCK)

2nd Floor, Adjacent to Canara Bank Regional Office -I

Khairatabad, Hyderabad, Telangana 500 004

Tel: 040 – 23308112

Email: cb13438@canarabank.com

TO WHOSOEVER IT MAY CONCERN

We, **SVC CO-OPERATIVE BANK LIMITED**, a Co-operative Bank registered under the Co-operative Credit Societies Act (X of 1904) and deemed to be registered under the Multi State Co-operative Societies Act, 2002, having its registered office at SVC Tower, Nehru Road, Vakola, Santacruz (East), Mumbai - 400055 and its concerned branch office at the address "Amrutha Estates", Somajiguda, Near Erramanzil Bus Stop, Hyderabad – 500 082 do here by state as following:

1. We state that we are the lenders of Pitti Engineering Limited ('PEL' or 'the Company') and have an outstanding amount of INR. 6057.19 Lakhs as on 31.07.2023. Further, the Company has unused sanctioned facilities to an extent of INR 2247.62 Lakhs as on date 31.07.2023
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 (the 'Act') amongst Pitti Castings Private Limited ('PCPL' or Amalgamating Company 1'), Pitti Rail and Engineering Components Limited ('PRECL' or Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company' or the Company) and their respective shareholders and creditors ("the Scheme")
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchange and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by SVC CO-OPERATIVE BANK LIMITED through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to SVC CO-OPERATIVE BANK LIMITED under the transaction documents in relation to the loan facilities or under applicable laws.

For **SVC CO-OPERATIVE BANK LIMITED**

SVC Cooperative Bank Limited
Hyderabad Branch


Authorized Signatory

17/08/2023

Date: Jul 24, 2023

To,
Pitti Engineering Limited,
4th Floor, Padmaja Landmark,
6-3-648/401, Somajiguda,
Hyderabad – 500082

Sub: No Objection Letter for the scheme of amalgamation

Dear Sir,

We, YES Bank Limited, having its registered office at YES Bank House, Off Western Express Highway, Santa Cruz East, Mumbai 400055 do hereby state as following:

1. We state that we are the lenders to Pitti Engineering Limited ('PEL' or 'the Company') and have an outstanding amount of INR. 57.09 Crores [Due Amount] as on Jul 22, 2023 out of total sanctioned facilities of INR 77.00 Crores.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1' or 'the Company'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company') and their respective shareholders and creditors ("the Scheme").
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission of this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by YES Bank Limited through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to YES Bank Limited under the transaction documents in relation to the loan facilities or under applicable laws.

For YES Bank Limited,



Authorized Signatory

Satish Kumar UGPR

Designation: Group Executive Vice President



6 The YES Bank Bank Ltd Ground Floor, Mayank Towers, Survey no. 31 (Old). 31/2(New), Raj Bhavan Road, Somajiguda, Hyderabad - 500082 -500082 Telangana



SMS "Help" space <CUST ID>
to +91 92233 90909



YESTOUCH PhoneBanking Number:
1800 1200 (Toll Free for Mobile & Landlines in India) +91 22 30993600 (When calling from Outside India)
Toll Free number from USA / Canada: 1877 659 8044 UK: 808 178 5133 UAE: 8000 3570 3089



Email us at
yestouch@yesbank.in

CIN - L65190MH2003PLC143249



Ref no- CF\TL\Hyd\7013539 -1

Date: 19 July 2023

TO WHOMSOEVER IT MAY CONCERN

We, Tata Capital Financial Services Limited (TCFSL), having its registered office at 12th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400013, do hereby state as following:

1. We state that we are the lenders to **Pitli Engineering Limited** ('PEL' or 'the Company') have an outstanding amount of INR 18.85 Crs as on 19th July 2023. Further, the Company has unused sanctioned facilities to an extent of INR. 9.40 Crs as on 19th July 2023.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitli Castings Private Limited ('PCPL' or 'Amalgamating Company 1'), Pitli Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and **Pitli Engineering Limited** ('PEL' or 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors ("the Scheme").
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitli Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by Tata Capital Financial Services Limited through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to by Tata Capital Financial Services Limited under the transaction documents in relation to the loan facilities or under applicable laws.

The above consent is subject to the condition that liabilities of the Company as stated above, and dues towards us shall not in any way be affected by the above said merger and that the securities/guarantee created in our favour shall remain to be valid, enforceable against the merged entity.

This NOC is subject to company obtaining similar NOC from other lenders including consortium lead bank.

Tata Capital Financial Services Limited,



530047

TATA CAPITAL FINANCIAL SERVICES LIMITED
CIN - U67100MH2010PLC210201

12th Floor Tower A Peninsula Business Park Senapati Bapat Marg Lower Parel Mumbai 400 013
Board Line : 91 22 6606 9000 www.tatacapital.com

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel, Mumbai-40013



Mercedes-Benz
Financial Services

Date:06/07/2023

To,
PITTI ENGINEERING LIMITED

IVth Floor, Padmaja Land Mark,
6-3-648/401, Somajiguda,
Hyderabad, Telangana, 500082.

Reference contract Number : MBFS-401691

Subject: No Objection Certificate for Scheme of Amalgamation between Pitti Casting Private Limited ("Amalgamating Company 1"), Pitti Rail and Engineering Components Limited ("Amalgamating Company 2") and Pitti Engineering Limited.

We, Mercedes-Benz Financial Services Private Limited (formerly known as Daimler Financial Services Private Limited), having its registered office at 5th Floor, Plot No 8, Baashyam Willow Square 9&10, First Street, Thiru ViKa Industrial Estate, Guindy Chennai Chennai TN 600032, the secured creditor of Pitti Engineering Limited, having its registered office at IVth Floor, Padmaja Land Mark, 6-3-648/401, Somajiguda, Hyderabad, Telangana, 500082 where the outstanding amount of Rs. 5,002,710.56 /-as on date is due to us.

1. We hereby accord our approval and consent to the proposed Scheme of Amalgamation of Pitti Casting Private Limited ("Amalgamating Company 1"), Pitti Rail and Engineering Components Limited ("Amalgamating Company 2") and Pitti Engineering Limited, pursuant to the provisions of Section 230-232 of the Companies Act, 2013, and other applicable provisions of the Companies Act 2013 as approved by the Board of Directors subject to the approval of shareholders of the Company.
2. Further note that our aforesaid NOC is without prejudice to, and shall not affect (a) any of the Lender's rights, claims, interest and/or remedies under all the Loan Documents and / or applicable laws; (b) any obligations of the Borrower/ Co-borrower as mentioned in the Loan Documents and the Borrower/ Co-borrower will continue to comply with its obligations under the loan documents.

Mercedes-Benz Financial Services India Private Limited (Formerly known as Daimler Financial Services India Pvt. Ltd) |
Registered Office: 5th Floor, Plot 8, Baashyaam Willow Square 9 & 10, First Street, Thiru Vika Industrial Estate, Guindy, Chennai-600032, Tamilnadu, India,
CIN: U67190TN2010FTC077890 | www.mercedes-benz-financialservices.in | mbfsindia@mercedes-benz.com |

 and Mercedes-Benz are trademarks of Mercedes-Benz Group AG.



**Mercedes-Benz
Financial Services**

3. This NOC is issued solely for the above stated purpose and shall not be construed as a waiver of the subsisting loan. This NOC is to be strictly used for the limited purpose as stated hereinabove. In the event of any misuse of this NOC, MBFS shall have all rights to enforce legal action including but not limited to initiating Criminal proceedings available to it by virtue of law

For Mercedes-Benz Financial Services India Private Limited

**Siddhartha
n Selladurai** Digitally signed by
Siddharthan Selladurai
Date: 2023.07.06
17:13:15 +05'30'

Authorised Signatory

DMG MORI Finance GmbH

Rita-Maiburg-Strasse 40

70794 Filderstadt

Germany

T +49 (0)711 34 24 40-0

info@dmgmori-finance.com

www.dmgmori-finance.com

TO WHOMSOEVER IT MAY CONCERNAugust, 9th, 2023

We, DMG MORI Finance GmbH, having its registered office at Rita-Maiburg-Straße 40, 70794 Filderstadt, Germany, do hereby state as following:

1. We state that we are the lenders to Pitti Engineering Limited ('PEL' or 'the Company') and have an outstanding amount of EURO 3.476.754,84 and given commitment of EURO 5.194.604,51 as on 1st August 2023.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company' or 'the Company') and their respective shareholders and creditors ('the Scheme').
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Engineering Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by DMG MORI Finance GmbH through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to DMG MORI Finance GmbH under the transaction documents in relation to the loan facilities or under applicable laws.

For DMG MORI Finance GmbH,


Dr. Martin Liehr
Managing Director

ppa.


Inga Oetker
General Manager Credit

DMG MORI Finance GmbH

Geschäftsführer: Manfred Wehrmann, Dr. Martin Liehr

Vorsitzender des Beirats: Eiji Ishida

Eingetragen beim Amtsgericht Stuttgart HRB 721263, USt.-Id.-Nr. DE811158703

Bankverbindung: Sumitomo Mitsui Banking Corporation, IBAN: DE47 3011 0300 0000 1139 00, BIC: SMBCE333



PITTI CASTINGS PRIVATE LIMITED

Regd. Off : 6-3-648/401, 4th Floor, Padmaja Land Mark, Somajiguda, Hyderabad - 500 082.

Works : Survey No. 53, Macharam Village, Balanagar Mandal, Mahaboobnagar Dist., Telangana.

Ph: Off : 040-23312774, 23312770, Fax : 23393985, E-mail : pitti.castings@pitti.in

4th September 2023

CIN : U27310TG2011PTC077833

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

National Stock Exchange of India Limited
Listing Compliance Department
Exchange Plaza
Bandra - Kurla Complex
Bandra East, Mumbai - 400 051

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") for the proposed Scheme of Amalgamation among Pitti Castings Private Limited ("PCPL" or the "Amalgamating Company 1" or the "Company") and Pitti Rail and Engineering Components Limited ("PRECL" or the "Amalgamating Company 2") and Pitti Engineering Limited ("PEL" or the "Amalgamated Company") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and the rules framed thereunder

Ref: No Objection Certificate ("NOC") from lending scheduled commercial banks/financial institutions/debenture trustees, as applicable constituting not less than 75% of the secured creditors in value

Dear Sir,

We refer to the Application Number 36263 (NSE) & 178433 (BSE), filed under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Scheme of Amalgamation amongst Pitti Castings Private Limited and Pitti Rail and Engineering Components Limited and Pitti Engineering Limited and their respective shareholders and creditors with National Stock Exchange of India Limited and BSE Limited respectively.

As per the terms of para A(2)(k) of Part I of the SEBI Master Circular dated 23rd November 2021, the Company is required to obtain and submit the No Objection Certificate from the lending scheduled commercial banks/financial institutions/debenture trustees before the receipt of the Observation or No-Objection letters from the Stock Exchanges in terms of Regulation 37 of the Listing Regulations.

Please note, PCPL had outstanding loan from TATA Capital Financial Services Limited ("TATA Capital") as on the date of the Board meeting for approval of the Scheme i.e., 15th June 2023. PCPL has thereafter repaid the entire outstanding loan due to TATA Capital, as on date. In this regard we are herewith attaching the No due Certificate obtained from TATA Capital.

Further, please note that the Company has the following secured lender who have sanctioned credit facilities to the Company:

1. Yes Bank Limited





PITTI CASTINGS PRIVATE LIMITED

Regd. Off : 6-3-648/401, 4th Floor, Padmaja Land Mark, Somajiguda, Hyderabad - 500 082.

Works : Survey No. 53, Macharam Village, Balanagar Mandal, Mahaboobnagar Dist., Telangana.

Ph: Off : 040-23312774, 23312770, Fax : 23393985, E-mail : pitti.castings@pitti.in

CIN : U27310TG2011PTC077833

We are hereunder submitting the No Objection Certificate obtained from the respective lender of the Company listed above.

We request you to please take the same on record.

Thanking You,

Yours faithfully,

For Pitti Castings Private Limited

Nishitha Agarwal
Company Secretary
ACS: 65553





TCFSL/NDC/2023-24/SID/TL/143
20 July 2023

TO,
PITTI CASTINGS PRIVATE LIMITED
6-3-648/401, 4TH FLOOR,
PADMAJA LANDMARK, SOMAJIGUDA,
HYDERABAD – 500082
TELANGANA

NO DUES CERTIFICATE

With respect to Application No.201942213447 & Sanction Letter no.CF\SID-1\Hyd\2721604 dated 29-Jan-2020 for Rs.7,50,00,000/- and further renewed Application No.202143365214 & Sanction Letter no.CF\SID-1\Hyd\3702728 dated 27-Jan-2021 for Rs.7,50,00,000/- and further renewed Application No.202245446328 & Sanction Letter no.CF\SID-1\Hyd\6313361 dated 15-Jun-2022 for Rs.15,00,00,000/- and further Application No.202143365217 & Sanction Letter no.CF\TL\Hyd\3642712 dated 14-Jan-2021 for Rs.1,35,00,000/- (Guaranteed Emergency Credit Line)

We had disbursed the following as under:

Limit Set Date	Drawer Code / Facility	Drawer Group Code / Contract No	Amount (Rs.)
28-Feb-2020	IDPE001	PITTICAS01	6,00,00,000
12-Feb-2021	Term Loan	21829863	1,35,00,000
		Total	7,35,00,000

We confirm that we have received full payment along with interest against above loan account and account stands closed.

Please note current outstanding of TDS has been arrived on "F" status shown against each certificate by Income Tax Office. In case the credit in TCFSL's name with respect to the said TDS amount is reversed by the Income Tax department for any reason whatsoever and/or in case the status changes from "F", additional interest would be charged on the TDS amount from due date till date of receipt of TDS certificate/Amount at **20.00%** per annum and your account will be debited accordingly with duly intimation. You shall be liable to refund to TCFSL the TDS amount along with interest as aforesaid. This No Dues Certificate is conditional and subject to the aforesaid requirements in respect of TDS being complied with to our satisfaction failing which this No Dues Certificate shall be treated as null and void and you shall be continues to be liable to us in the same manner as if this No Dues Certificate had not been issued. You shall also indemnify and hold us indemnified against all costs, charges, expenses and claims which we may be put to on account of your failure to comply with the above.

Assuring you our best services at all times

Yours faithfully,
For Tata Capital Financial Services Limited
VAIBHAV A THUKRUL Digitally signed by
VAIBHAV A THUKRUL
Date: 2023.07.20
13:40:45 +05'30'
Authorized Signatory

TATA CAPITAL FINANCIAL SERVICES LIMITED

Corporate Identity Number U67100MH2010PLC210201

I-Think Techno Campus A Wing Fourth Floor Off Pokhran Road No 2 Thane West 400 607 India

Tel 91 22 6182 8282 Web www.tatacapital.com

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Date: Jul 24, 2023

To,
Pitti Castings Private Limited,
4th Floor, Padmaja Landmark,
6-3-648/401, Somajiguda,
Hyderabad – 500082

Sub: No Objection Letter for the scheme of amalgamation

Dear Sir,

We, YES Bank Limited, having its registered office at YES Bank House, Off Western Express Highway, Santa Cruz East, Mumbai 400055 do hereby state as following:

1. We state that we are the lenders to Pitti Castings Private Limited ('PCPL' or 'the Company') and have an outstanding amount of INR. 11. 21 Crores [Due Amount] as on Jul 17, 2023 out of total sanctioned facilities of INR 29.50 Crores.
2. We state that we have received a copy of the Scheme of Amalgamation presented under Section 230 to 232 and other applicable provisions of Companies Act, 2013 ('the Act') amongst Pitti Castings Private Limited ('PCPL' or 'Amalgamating Company 1' or 'the Company'), Pitti Rail and Engineering Components Limited ('PRECL' or 'Amalgamating Company 2') and Pitti Engineering Limited ('PEL' or 'Amalgamated Company') and their respective shareholders and creditors ("the Scheme").
3. We state that we have no objection whatsoever to the said Scheme and we hereby give our consent to Pitti Castings Private Limited for the proposed Scheme of Amalgamation. We hereby also consent for submission this NOC with Stock Exchanges, SEBI, jurisdictional National Company Law Tribunal or any other authority as may be required.
4. We further authorize the Board of Directors of the Company to make and/or consent to any modifications, alterations or amendments in the Scheme which are deemed necessary and desirable by them and/or desired, directed or imposed by the SEBI, Stock Exchanges and jurisdictional National Company Law Tribunal or any other authority and to take all such steps as may be necessary and desirable to implement the said Scheme.
5. The consent provided by YES Bank Limited through this instrument is limited solely to the matters described herein above, in the manner and to the extent described herein. Nothing contained in this letter shall be deemed to constitute a waiver or affect any rights or remedies available to YES Bank Limited under the transaction documents in relation to the loan facilities or under applicable laws.

For YES Bank Limited,


Authorized Signatory,

Satish Kumar UGPR

Designation: Group Executive Vice President



6 The YES Bank Bank Ltd Ground Floor, Mayank Towers, Survey no. 31 (Old). 31/2(New), Raj Bhavan Road, Somajiguda, Hyderabad - 500082 -500082 Telangana



SMS "Help" space <CUST ID>
to +91 92233 90909



YES TOUCH PhoneBanking Number:
1800 1200 (Toll Free for Mobile & Landlines in India) +91 22 30993600 (When calling from Outside India)
Toll Free number from USA / Canada: 1877 659 8044 UK: 808 178 5133 UAE: 8000 3570 3089



Email us at
yestouch@yesbank.in

CIN - L65190MH2003PLC143249

Registered & Corporate Office: YES BANK Limited, YES BANK House, Off Western Express Highway, Santacruz East, Mumbai – 400 055, India.
Tel: +91 022 5091 9800 / 022 6507 9800 Fax: 022 26192866 www.yesbank.in

20th June 2023

National Stock Exchange of India Limited
Listing Compliance Department
Exchange Plaza
Bandra - Kurla Complex
Bandra East, Mumbai - 400 051

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir / Madam,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") for the proposed Scheme of Amalgamation amongst Pitti Castings Private Limited ("PCPL" or the "Amalgamating Company 1") and Pitti Rail and Engineering Components Limited ("PRECL" or the "Amalgamating Company 2" or the "Company") and Pitti Engineering Limited ("PEL" or the "Amalgamated Company") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and the rules framed thereunder, read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Companies Act" or the "Act") (the "Scheme of Amalgamation" or the "Scheme")

Ref: Undertaking for No Objection Certificate ("NOC") from lending scheduled commercial banks / financial institutions / debenture trustees, as applicable constituting not less than 75% of the secured creditors in value

We hereby confirm that the Company does not have outstanding loans/borrowings / debentures from scheduled commercial banks / financial institutions / debenture trustees as provided under Para A(2)(k) of Part I of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021.

For Pitti Rail and Engineering Components Limited



M Pavan Kumar
Director
DIN: 09570371



CIN: U29100TG2020PLC144524

Registered Office

6-3-648/401, 4th Floor
Padmaja Landmark, Somajiguda
Hyderabad - 500 082
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