

**T.T. LIMITED**(CIN: L18101DL1978PLC009241)

879, Master Prithvi Nath Marg, Opp. Ajmal Khan Park, Karol Bagh, New Delhi, 110005, INDIA

☎ 0091 11 45060708 | 📞 1800 1035 681 | ✉ newdelhi@ttlimited.co.in | 🌐 www.ttlimited.co.in

TTL/SEC/2024-25**4th April, 2024**

| | |
|---|---|
| M/s National Stock Exchange of India Ltd. “Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114 Scrip Code: TTL | Bombay Stock Exchange Limited Floor 35, P.J. Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37 Scrip Code : 514142 |
|---|---|

Dear Sir/Madam,

Sub: Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011

We herewith forward the report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 received from M/s. T T Brands Limited being the Promoter and Promoter Group of the Company pursuant to corporatization of shares.

You are requested to take the above on record.

Thanking You,
Yours Sincerely

For TT Limited**Pankaj Mishra**
Company Secretary & Compliance Officer



T.T. BRANDS LIMITED

878-A, GROUND FLOOR, EAST PARK ROAD
KAROL BAGH, NEW DELHI - 110005
CIN: U74999DL2022PLC397311
Email: ttbrandglobal@gmail.com

Date: 4th April, 2024

The Securities and Exchange Board of India
SEBI Bhawan, Plot no. C4-A, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai, Maharashtra-400051

Sub: Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/Madam,

Please find herewith Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 in respect of the corporatization of 8579222 (39.91%) equity shares, of T T Limited(Target Company) by the way of inter se transfer of shares pursuant to business merger agreement between promoter/promoter group of the Target Company (i.e. T.T. Industries, sole proprietorship firm of Shri Rikhab Chand Jain merged with T.T. Brands Limited which is owned by the Shri Rikhab Chand Jain) under Regulation 10(1)(a)(iii) on 27th March, 2024.

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 has also incorporated T T Brands Ltd in the year 2022 holding 99.88% shares and its chairman since incorporation.

The Aggregate holding of Promoter and Promoter Group before and after the above inter-se transaction remains the same.

The respective intimation and report under Regulation 10(5) and Regulation 10(6) of Takeover Regulations has been filed with NSE & BSE on 06th March, 2024 and 29th March, 2024 respectively.

The applicable fees of Rs. 1,50,000/- (One lakh Fifty Thousand only) plus GST @ 18% of Rs. 27,000/- (Twenty Seven Thousand only) aggregating amount to Rs. 1,77,000/-(One lakh Seventy Seven Thousand only) has been remitted through RTGS/NEFT having NEFT (UTR no.) SBIN324095556654 AVEP dated 04th April, 2024

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
(Director/Authorised Signatory)
DIN: 01736379

Format under Regulation 10(7) – Report to SEBI in respect of acquisition made in reliance upon exemption provided for in Regulation 10 (1) (a) (iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | |
|--|--|---|
| 1. General Details | | |
| a. | Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any acquirer (the correspondence acquirer) with whom SEBI shall correspond} | T.T. Brands Limited 878-A, Ground Floor, East Park Road, Karol Bagh, New Delhi – 110005 Email id: tbrandglobal@gmail.com Contact No: 9831297040 |
| b. | Whether sender is the acquirer | Yes |
| c. | If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization) | N.A. |
| d. | Name, address, Tel No., Email of sender, if sender is not the acquirer | N.A. |
| 2. Compliance of Regulation 10(7) | | |
| a. | Date of Report | 4 th April, 2024 |
| b. | Whether report has been submitted to SEBI within 21 working days from the date of the acquisition | Yes |
| c. | Whether the report is accompanied with fees as required under Regulation 10(7) | Yes, the applicable fee of Rs. 1,50,000/- plus 18% GST is paid through NEFT having UTR no SBIN324095556654 on 4 th April, 2024. Copy of the same is enclosed herewith as Annexure A |
| 3. Compliance of Regulation 10(5) | | |
| a. | Whether the report has been filed with the Stock Exchange where the shares of the company are listed at least 4 working days before the date of the proposed acquisitions | Yes, Copy of the same is enclosed herewith as Annexure B |
| b. | Date of Report | 06-03-2024 |
| 4. Compliance of Regulation 10(6) | | |
| a. | Whether the report has been filed with the Stock Exchange where the shares of the company are listed at least 4 working days of the acquisitions | Yes, Copy of the same is enclosed herewith as Annexure C |
| b. | Date of Report | 28th March, 2024 (Filed on 29 th March, 2024) |
| 5. Details of the Target Company | | |
| a. | Name and address of TC | T T Limited Add: 878, Master Prithvi Nath Marg, Karol Bagh, New Delhi - 110005 |
| b. | Name of the Stock Exchange(s) where the shares of the TC are listed | BSE Limited National Stock Exchange of India Limited |
| 6. Details of the acquisition | | |
| a. | Date of acquisition | 27 th March, 2024 |
| b. | Acquisition price per share (in Rs.) | Not applicable, since 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 |

Rikhab C. Jain

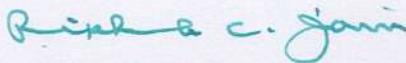
| | | | | | |
|----|--|--|-----------------------------------|-----------------------|-----------------------------------|
| c. | Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (Whether Regulation 3(1), 3(2), 4 or 5) | Not applicable as Acquirer and Seller are same parties as proprietor business merged with corporate which is ultimately owned by the same promoter holding 99.99% in corporate | | | |
| d. | Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*) | Before the Acquisition | | After the Acquisition | |
| | | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| | Name(s) of the acquirer(s)(**) T.T. Brands Limited | 28,251 | 0.13% | 86,07,473 | 40.04% |
| e. | Shareholding of seller(s) in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*) | Before the Acquisition | | After the Acquisition | |
| | Name(s) of the seller(s)(**) Rikhab Chand Jain | 85,79,322 | 39.91% | 100 | 0.0005 |
| 7. | Information specific to the exemptions category to which the instant acquisition belongs – Regulation 10(1)(a)(iii) | | | | |
| a. | Provide the name of the Seller(s) | Rikhab Chand Jain | | | |
| b. | Specify the relationship between the acquirer(s) and the seller(s) | Acquirer and Seller are same parties as proprietor business merged with corporate which is ultimately owned by the same promoter holding 99.99% in corporate | | | |
| c. | Confirm that the acquirer and the seller/s satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations | Yes, acquirer and the seller/s satisfy relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations | | | |
| d. | If shares of the TC are frequently traded, volume weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of this notice regarding the proposed acquisition to the stock exchange where the TC is listed | Not Applicable, since no consideration is involved as the inter se transfer of share to the above mentioned acquirer, will be by the way of business merger Agreement between T.T. Industries sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited, which is owned by the Shri Rikhab Chand Jain | | | |
| e. | If shares of TC are in-frequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | Not Applicable, since no consideration is involved as the inter se transfer of share to the above mentioned acquirer, will be by the way of business merger Agreement between T.T. Industries sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited, which is owned by the Shri Rikhab Chand Jain | | | |
| f. | Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable | Not Applicable, since no consideration is involved as the inter se transfer of share to the above mentioned acquirer, will be by the way of business merger Agreement between T.T. Industries sole proprietorship firm of Shri Rikhab Chand Jain and T.T. Brands Limited, which is owned by the Shri Rikhab Chand Jain | | | |
| g. | Date of issuance of notice regarding the proposed acquisition to the stock exchange where the TC is listed | 06 th March, 2024 | | | |

Rikhab C. Jain

| | | |
|----|---|--|
| h. | Whether the acquirer(s) as well as seller(s) have complied with the provisions of Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation as well as date on which the requisite disclosure were made along with the copies of the same | Yes, both acquirer and seller have complied/will comply with applicable disclosure requirements in Chapter V of of the Takeover Regulations, 2011 (Corresponding provisions of the repealed Takeover Regulations 1997) Regulation 29 on 28 th March, 2024, Copy of the same is enclosed herewith as Annexure D |
| i. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iii) 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 |

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

For and on behalf of T. T. Brands Limited



Rikhab Chand Jain
(Director/Authorized Signatory)
DIN: 01736379

Date: 4th April, 2024
Place: New Delhi

NOTE:

(*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(**) Shareholding of each entity shall be shown separately as well as collectively.

NATIONAL ELECTRONIC FUND TRANSFER (NEFT) / REAL TIME GROSS SETTLEMENT (RTGS)

| Details of Beneficiary | |
|------------------------|---|
| Order Id: | 3078524 |
| Beneficiary Name: | AVEP |
| Account No. | AVEP113236581820 |
| IFSC Code | ICIC0000104 |
| Bank | ICICI Bank Ltd. CMS HUB, Mumbai |
| Amount | 177005.90 INR |
| Amount In words | One Lakh Seventy Seven Thousand Five Rupees and Ninety Paise Only |
| Challan Expiry Date | 2024/04/04 23:59:59 |
| Additional Details | AAJCT3433A |
| Additional Details | Fee under Regulation 10 (7) of SAST Regulations |
| Additional Details | Yes |
| Additional Details | 150000 |
| Additional Details | 07AAJCT3433A1ZP DELHI 0 0 27000 177000 Fee to claim exemption from the obligation to make an open offer |

1. It is advised that all bidders make payment via RTGS/NEFT atleast one day in advance to the tender cut off day. In the event bidder making payment on the last day and same is not available for the bidder for validation on account of any reason whatsoever, then Beneficiary, its banker, or e-procurement service provider or payment gateway service provider would not be held responsible in any manner. In such cases bidder may not be able to submit the tender.
2. It is bidders responsibility to ensure that RTGS/NEFT payments are made exactly as per the details as mentioned in the challan. In the event of any discrepancy, payment would not be considered and would not be available for validation of EMD payment.
3. Bidder is required to generate challan for every tender since details in the challan are unique to the tender and bidder combination. Bidder is not supposed to use challan generated in one tender for payment against another tender.
4. Under no circumstances, including whether the bidder has made duplicate/incorrect payments, Beneficiary Division or its Banker or its service providers are under no obligation to disclose the details of payment made by any bidder.
5. We will execute NEFT/RTGS from my/our bank within 2 days of creating this slip, post which funds may be refunded and required service may not be rendered.

Remit the amount as per above details, by debiting my/our account for the amount of remittance plus bank charges.

Customer's Signature: Rinku C. Jain

Contact Phone No.: 9540091311

Rupees Debited: 177005.90/-

Applicant's A/c: 40974815327

Date of Transfer: 4th April, 2024

Remittance No.: SBIN324095556654 AVEP

Bank - STATE BANK OF INDIA
Branch - Karol Bagh, Delhi
IFSC - SBIN0020918

Rinku C. Jain



in:sent regulation 10()



- Compose
- Inbox 2
- Starred
- Snoozed
- Sent
- Drafts 17
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- Labels

Disclosure under regulation 10(5) of SEBI (SAST) Regulations



TT BRAND <ttbrandglobal@gmail.com>
to takeover, ksurana, bcc: investors

Wed, Mar 6, 1:36 PM

Dear Sir/Madam

Please find attached the advance 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 Shri Rikhab Chand Jain(Promoter) in T.T. Limited, by way of inter-se transfer as per business merger agreement between T T Industries, sole proprietorship firm(owner Shri Rikhab Chand Jain) and T T Brands Ltd, being a part of Promoter/Promoter Group of T T Ltd., details herein below..

| Proposed date of transaction | Name of the person (belonging to promoter group)- Transferor | Name of the person (belonging to promoter group)- Transferee | No of shares | Percentage of holding |
|------------------------------|--|--|--------------|-----------------------|
| 27/03/2024 | Shri Rikhab Chand Jain | T T Brands Ltd | 8579222 | 39.91% |

Consequent to the above transaction shareholding of T T Brands Ltd in the Company (T T Ltd) will increase from 28251 shares (0.13%) to 8607473 shares (40.04%).

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.

Thanks & Regards

T T Brands Ltd





in:sent regulation 10(5)



- Compose
- Inbox 1
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- Sent
- Drafts 17
- More
- Labels

Disclosure under regulation 10(5) of SEBI (SAST) REgulations



TT BRAND <ttbrandglobal@gmail.com>
to corp.relations, bcc: investors

Wed, Mar 6, 1:30 PM

Dear Sir/Madam

Please find attached the advance 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 Shri Rikhab Chand Jain(Promoter) in T.T. Limited, by way of inter-se transfer as per business merger agreement between T T Industries, sole proprietorship firm(owner Shri Rikhab Chand Jain) and T T Brands Ltd, being a part of Promoter/Promoter Group of T T Ltd., details herein below..

| Proposed date of transaction | Name of the person (belonging to promoter group)- Transferor | Name of the person (belonging to promoter group)- Transferee | No of shares | Percentage of holding |
|------------------------------|--|--|--------------|-----------------------|
| 27/03/2024 | Shri Rikhab Chand Jain | T T Brands Ltd | 8579222 | 39.91% |

Consequent to the above transaction shareholding of T T Brands Ltd in the Company (T T Ltd) will increase from 28251 shares (0.13%) to 8607473 shares (40.04%).

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.

Thanks & Regards

T T Brands Ltd





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



in:sent regulation 10(6)



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Disclosure under regulation 10(6) of SEBI (SAST) Regulations



TT BRAND <ttbrandglobal@gmail.com>
to takeover, ksurana, bcc: investors

Fri, Mar 29, 12:03PM (4 days ago)

Dear Sir/Madam

We hereby submit the disclosure as required under Regulation 10(6) of the SEBI (SAST) Regulations, 2011 for corporatization of 85,79,222 (39.91%) equity shares of the T.T. Limited, by way of inter-se transfer of shares pursuant to business merger agreement of T T Industries, sole proprietorship firm for consideration other than cash from Rikhab Chand Jain, 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 the year 2022 holding 99.88% shares and its chairman since incorporation. Now T T Industries (Proprietor business) is merged with T T Brands Ltd.

Please note that this transaction, is 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.

Advance intimation under regulation 10(5) of SEBI (SAST) Regulations already given on 6th March, 2024.

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

Thanks & Regards

T T Brands Ltd





in:sent regulation 10(6)



Compose

Inbox

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Snoozed

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Drafts

17

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TT BRAND <ttbrandglobal@gmail.com>
to corp.relations, bcc: investors

Fri, Mar 29, 12:06 PM (4 days ago)

Dear Sir/Madam

We hereby submit the disclosure as required under Regulation 10(6) of the SEBI (SAST) Regulations, 2011 for corporatization of 85,79,222 (39.91%) equity shares of the T.T. Limited, by way of inter-se transfer of shares pursuant to business merger agreement of T T Industries, sole proprietorship firm for consideration other than cash from Rikhab Chand Jain, 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 the year 2022 holding 99.88% shares and its chairman since incorporation. Now T T Industries (Proprietor business) is merged with T T Brands Ltd.

Please note that this transaction, is 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.

Advance intimation under regulation 10(5) of SEBI (SAST) Regulations already given on 6th March, 2024.

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

Thanks & Regards

T T Brands Ltd





T.T. BRANDS LIMITED

878-A, GROUND FLOOR, EAST PARK ROAD
KAROL BAGH, NEW DELHI - 110005
CIN: U74999DL2022PLC397311
Email: ttbrandglobal@gmail.com

Date: 28th 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(6) of the SEBI (SAST) Regulations, 2011

Dear Sir/Madam,

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Please note that this transaction, is 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(6) – Report to Stock Exchanges in respect of acquisition made in reliance upon exemption provided for in Regulation 10 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. | Name of the Stock Exchange where shares of the TC are listed | BSE Limited National Stock Exchange of India Limited | | | |
| 4. | Details of the transaction including rationale, if any, for the transfer / acquisition of shares. | 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 regulation under which the acquirer is exempted from making open offer | Regulation 10(1)(a) (iii) of SEBI (SAST) Regulations, 2011 | | | |
| 6. | Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so, - Whether disclosure was made and - Whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange. | The disclosure of proposed acquisition was required to be made under regulation 10(5) - Yes - Yes, it was made within the timeline specified under the regulations - Date of filing 06 th March, 2024 | | | |
| 7. | Date of acquisition | Disclosures required to be made under regulation 10(5) | Whether the disclosures under regulation 10(5) are actually made | | |
| | a. Name of the transferor / seller | Rikhab Chand Jain | Yes | | |
| | b. Date of acquisition | 27/03/2024 | 27/03/2024 | | |
| | c. Number of Shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | 85,79,222 | 85,79,222 | | |
| | d. Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC | 39.91% | 39.91% | | |
| | e. Price at which shares are proposed to be acquired / actually 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 himself. | Not applicable, since off market inter-se transfer of share was 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 himself. | | |
| 8. | Shareholding details | Pre-Transaction | | Post-Transaction | |
| | | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| | a. Each Acquirer / Transferee T.T. Brands Limited | 28,251 | 0.13% | 86,07,473 | 40.04% |
| | b. Each Seller / Transferor Rikhab Chand Jain | 85,79,222 | 39.91% | 0 | 0 |

Rikhab C. Jain

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the person or by a person duly authorized to do so on behalf of all the acquirers.

For and on behalf of T. T. Brands Limited



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

**Date: 28th March, 2024
Place: New Delhi**



in:sent regulation 29



Compose

Inbox 1

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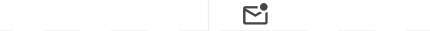
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More

Labels



Disclosure for inter se transfer of Share of T T Limited



TT BRAND <ttbrandglobal@gmail.com>
to takeover

Thu, Mar 28, 5:34 PM (5 days ago)

Dear Authorities,

Please find attached herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011 for inter se transfer of 8579222 shares of T T Ltd between promoters pursuant to merger of T T Industries(proprietorship firm, owner Rikhab Chand Jain) with T T Brands Ltd owned by Shri Rikhab Chand Jain himself.

BSE scrip code- **514142**

NSE code- **TTL**

Thanks & Regards

T T Brands Ltd

One attachment • Scanned by Gmail





in:sent regulation 29(2)



Compose

Inbox 1

Starred

Snoozed

Sent

Drafts 17

More

Labels



Disclosure for inter se transfer of Share of T T Limited



TT BRAND <ttbrandglobal@gmail.com>
to corp.relations

Thu, Mar 28, 5:35 PM (5 days ago)

Dear Authorities,

Please find attached herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011 for inter se transfer of 8579222 shares of T T Ltd between promoters pursuant to merger of T T Industries(proprietorship firm, owner Rikhab Chand Jain) with T T Brands Ltd owned by Shri Rikhab Chand Jain himself.

BSE scrip code- **514142**

NSE code- **TTL**

Thanks & Regards

T T Brands Ltd

One attachment • Scanned by Gmail





T.T. BRANDS LIMITED

878-A, GROUND FLOOR, EAST PARK ROAD
KAROL BAGH, NEW DELHI - 110005
CIN: U74999DL2022PLC397311
Email: ttbrandglobal@gmail.com

Date: 28th 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 in accordance with Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir/Madam,

Please find enclosed herewith disclosure as per Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 on acquisition of 85,79,222 (39.91%) Equity Shares of the Company by way of inter-se transfer as per business merger agreement between T T Industries, sole proprietorship firm of Shri Rikhab Chand Jain and T T Brands Ltd owned by Shri Rikhab Chand Jian himself.

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 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | | |
|-----|--|--|---|--|
| 1. | Name of the Target Company (TC) | T.T. Limited | | |
| 2. | Name(s) of the acquirer and Persons Acting in Concert (PAC) with acquirer | T.T. Brands Limited – Acquirer | | |
| 3. | Whether the acquirer belongs to Promoters / Promoter Group | Yes | | |
| 4. | Name (s) of the Stock Exchange(s) where the shares of TC are Listed | Bombay Stock Exchange Limited National Stock Exchange of India Limited | | |
| 5. | Details of the acquisition as follow | Number | % w.r.t. total shares/ voting capital wherever applicable | % w.r.t. total diluted shares / voting capital of the TC (*) |
| 6. | Before the acquisition under consideration, holding of: | | | |
| | a. Shares carrying voting rights | 28251 | 0.13% | N.A. |
| | b. Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | N.A. | N.A. | N.A. |
| | c. Voting rights (VR) otherwise than by shares | N.A. | N.A. | N.A. |
| | 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) | N.A. | N.A. | N.A. |
| | e. Total (a+b+c) | 28251 | 0.13% | N.A. |
| 7. | Details of acquisition: | | | |
| | a. Shares carrying voting rights acquired / sold | 8579222 | 39.91% | N.A. |
| | b. Shares encumbered / invoked / released by the acquirer | N.A. | N.A. | N.A. |
| | c. VRs acquired / sold otherwise than by shares | N.A. | N.A. | N.A. |
| | 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) acquired/ sold | N.A. | N.A. | N.A. |
| | e. Total (a+b+c) | 8579222 | 39.91% | N.A. |
| 8. | After the acquisition holding of : | | | |
| | a. Shares carrying voting rights | 8607473 | 40.04% | N.A. |
| | b. Shares encumbered with the acquirer | N.A. | N.A. | N.A. |
| | c. VRs otherwise than by shares | N.A. | N.A. | N.A. |
| | 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 | N.A. | N.A. | N.A. |
| | e. Total (a+b+c) | 8607473 | 40.04% | N.A. |
| 9. | Mode of acquisition (e.g. open market / off market/ public issue/ right issue/ inter se transfer etc.) | Off Market Inter-se transfer of shares pursuant to business merger agreement between T T Industries, sole proprietorship firm of Shri Rikhab Chand Jain and T T Brands Ltd owned by Shri Rikhab Chand Jain | | |
| 10. | Date of acquisition of shares / VR or date of receipts of intimation of allotment of shares, whichever is applicable | 27 th March, 2024 | | |

Rikhab C. Jain

| | | |
|-----|---|----------|
| 11. | Equity share Capital / Total voting capital of the TC before the said acquisition | 21498050 |
| 12. | Equity share Capital / Total voting capital of the TC after the said acquisition | 21498050 |
| 13. | Total diluted shares / voting capital of the TC after the said acquisition | 21498050 |

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

For and on behalf of T. T. Brands Limited

Rikhab C. Jain

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

Date: 28th March, 2024
Place: New Delhi



RIKHAB C. JAIN

B-28, ASHOK VIHAR

PHASE -1,

NEW DELHI - 110052

Mobile No.-9810279446

Email: [rcjain@ttlimited.co.in](mailto:rcjain@ttllimited.co.in)

3rd April, 2023

| | |
|---|---|
| M/s National Stock Exchange of India Ltd.“ Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114 | Bombay Stock Exchange Limited Floor 35, P.J. Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37 |
| Scrip Code: TTL | Scrip Code : 514142 |

Dear Sir/Madam,

Sub: Disclosure under regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for the year ended 31st March, 2023.

Pursuant to the provision of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we hereby declare that below mentioned Promoter(s), Promoters group along with person acting concert are holding 12607891 (58.64%) Equity Shares of T T Ltd as on 31st March, 2023 and we have not made any encumbrance of shares, directly or indirectly, during the financial year 2022-2023

Name of the Promoters/Promoters Group are:

1. Sh. Rikhab Chand Jain
2. Smt. Kala Devi Jain
3. Sh. Sanjay Kumar Jain
4. Smt. Jyoti Jain
5. Ms. Muskaan Jain
6. Mr. Hardik Jain
7. M/s T T Brands Ltd

Please take note of the same.

Thanking you

Yours faithfully

**Rikhab Chand Jain
Chairman
DIN: 01736379**

C.C.

To, Audit Committee Chairman
T T Limited
879, Master Prithvi Nath Marg
Karol Bagh, New Delhi-110005



RIKHAB C. JAIN

B-28, ASHOK VIHAR

PHASE -1,

NEW DELHI - 110052

Mobile No.-9810279446

Email: rcjain@ttlimited.co.in

1st April, 2024

| | |
|---|---|
| M/s National Stock Exchange of India Ltd.“ Exchange Plaza” Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 Ph.: 022-26598100-8114 | Bombay Stock Exchange Limited Floor 35, P.J. Towers Dalal Street Mumbai-400001 Fax-022-22722061/41/39/37 |
| Scrip Code: TTL | Scrip Code : 514142 |

Dear Sir/Madam,

Sub: Disclosure under regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for the year ended 31st March, 2024.

Pursuant to the provision of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we hereby declare that below mentioned Promoter(s), Promoters group along with person acting concert are holding 12616151 (58.68%) Equity Shares of T T Ltd as on 31st March, 2024 and we have not made any encumbrance of shares, directly or indirectly, during the financial year 2023-2024

Name of the Promoters/Promoters Group are:

1. Sh. Rikhab Chand Jain
2. Smt. Kala Devi Jain
3. Sh. Sanjay Kumar Jain
4. Smt. Jyoti Jain
5. Ms. Muskaan Jain
6. Sh. Hardik Jain
7. M/s T T Brands Ltd

Please take note of the same.

Thanking you

Yours faithfully

**Rikhab Chand Jain
Chairman
DIN: 01736379**

**C.C.
To, Audit Committee Chairman
T T Limited
879, Master Prithvi Nath Marg
Karol Bagh, New Delhi-110005**