



Technocraft Industries (India) Limited

Registered Office: Plot No. 47 "Opus Centre", Second floor, Central Road, Opposite Tunga Paradise Hotel, MIDC, Andheri (East) Mumbai – 400 093, Maharashtra, India
Tel: 4098 2222/2340; Fax No. 2835 6559; **CIN:** L28120MH1992PLC069252
E-mail: investor@technocraftgroup.com; website: www.technocraftgroup.com

November 14, 2022

To,

National Stock Exchange of India Ltd.

Exchange Plaza,

Bandra Kurla Complex,

Bandra (E),

Mumbai- 400051

BSE Limited

Listing Department

P.J. Towers, 1st Floor,

Dalal Street, Fort,

Mumbai – 400 001

Ref: Script Name: TIIL

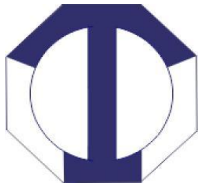
Script Code: 532804

Dear Sir/ Madam,

Sub: Buy-Back of Equity Shares.

Further to our intimation dated November 01, 2022 and November 9, 2022 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of Technocraft Industries (India) Limited (the "Company") at its meeting held on November 14, 2022 has approved:

- Buyback of fully paid up Equity Shares of Face Value of Rs 10/- (Rupees Ten only) each up to 15,00,000 (Fifteen Lakhs only) Equity Shares of the Company for an aggregate amount not exceeding Rs. 150,00,00,000/- (Rupees One Hundred Fifty Crores only) (hereinafter referred to as the "**Buyback Size**"), being 6.13% of the total paid-up equity share capital, at a price of not exceeding Rs. 1,000/- (Rupees One Thousand only) per Equity Share (hereinafter the "Buyback Price" and such buyback, the "Buyback").
- The Buyback Offer Size represents 12.88% and 8.40 % of the aggregate of the Company's fully paid-up equity capital and free reserves as per the standalone and consolidated audited financial statements of the Company, respectively, for the financial year ended March 31, 2022 (the last audited financial statements available as on the date of Board meeting approving the proposal of Buyback), which is less than 25% of the aggregate of the total paid-up capital and free reserves of the Company in accordance with Regulation 4(i) of the SEBI Buyback Regulations.
- The Buyback is proposed to be made from the existing shareholders of the Company as on the record date on a proportionate basis through the "Tender Offer" route using mechanism for acquisition of shares through stock exchange as prescribed under Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations") and the Companies Act, 2013 and rules made thereunder (the "Act"). The Buyback Size does not include transaction costs viz. brokerage, applicable taxes such as Buyback tax, securities transaction tax, GST, stamp duty, any expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India, advisors/legal fees, public announcement



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publication expenses, printing and dispatch expenses and other incidental and related expenses.

- Noted the intention of Members of the Promoter and Promoter Group of the Company to participate in the proposed Buyback.
- As the size of the proposed Buyback is more than 10% of the paid-up capital and free reserves of the Company hence members’ approval through postal ballot is required. The process, timelines and other requisite details with regard to the postal ballot will be communicated in due course.
- The process, record date, timelines and other requisite details of the Buyback will be set out in the public announcement and the letter of offer to be issued and published in accordance with the Buyback Regulations.
- Delegated to/ authorized the Buyback Committee of the Board to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary, expedient, usual or proper in connection with the proposed Buyback.
- Appointed "Systematix Corporate Services Limited" as “Manager to the Buyback”. The public announcement setting out the process, timelines and other requisite details will be released in due course in accordance with the Buyback Regulations.

The information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular number CIR/CFD/CMD/4/2015 dated 9th September, 2015 as **Annexure-A**.

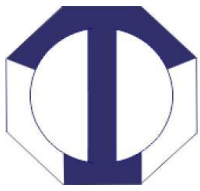
Meeting was commenced at 4:10 P.M. and concluded at 4:40 P.M.

We request you to take the above information on record.

Thanking you.

For Technocraft Industries (India) Limited

Sudarshan Kumar Saraf
Co-Chairman & Managing Director
DIN 00035799
Encl. as above



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Annexure A

Disclosure of Event and Information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular number CIR/CFD/CMD/4/2015 dated 9th September, 2015

1. Buyback of Securities

Sr. No	Particulars	
1.	Number of securities proposed for buyback	Maximum 15,00,000 Equity Shares at maximum buy-back price of Rs. 1,000/- per Equity Share. The maximum number of Equity Shares proposed to be bought back may increase in case the actual price of the Buy-back is less than the maximum price of the Buy-back, however in any case, it will not be more than 25% of paid up equity share capital and free reserves of the Company in terms of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018. Further, the Company shall ensure compliance with the minimum public shareholding requirement as per conditions for continuous listing prescribed in terms of Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2.	Number of securities proposed for buyback as a percentage of existing paid up capital.	Not exceeding 25% of the paid up equity share capital and free reserves of the Company. Up to 15,00,000 Equity Shares representing up to 6.13 % of the paid-up equity share capital of the Company.
3.	Buyback Price	Maximum price of Rs. 1,000/-/- per equity share.
4.	actual securities in number and percentage of existing paid up capital bought back	Up to 15,00,000 Equity Shares representing up to 6.13 % of the paid-up equity share capital of the Company. However, the actual number of Equity Shares to be bought back during the Buy-back will depend upon the actual price paid (excluding the Transaction Costs) for the Equity Shares bought back and the aggregate actual amount utilised in the Buy-back.
5.	Pre & Post shareholding pattern.	As given below



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Pre and Post Shareholding Pattern as on November 14, 2022

Category of Shareholder	Pre Buyback		Post Buyback	
	No. of Equity Shares	% of Shares	No. of Equity Shares	% of Shares
Promoters Holding (A)				
a. Individuals	1,78,86,902	73.12	Note-1	
b. Companies	3,80,446	1.56		
Non-Promoters Shareholding (B)				
Public	61,94,339	25.32	Note-1	
Total (A+B)	2,44,61,687	100.00	2,29,61,687	100.00

Note - 1: The detailed Post Buyback Shareholding category wise is not ascertainable as on date. However, Post Buyback Total Number of Equity Shares in the Company shall be 15,00,000 Equity Shares (Assuming that the response to the Buyback is to the extent of 100% (full acceptance)).