

16th August, 2024

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
Scrip Code: TITAGARH

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Undertaking for Ramkrishna Titagarh Rail Wheels Limited, joint venture company

Pursuant to the provisions of Regulation 30 (read with Part B of Schedule III) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with the SEBI Circular dated 13 July, 2023, we wish to inform you the Company has provided a shortfall undertaking in respect of the term Loan facility aggregating Rs. 1,527 Crore (Rupees One Thousand Five Hundred and Twenty Seven Crore) availed by Ramkrishna Titagarh Rail Wheels Limited (RTRWL), joint venture company, from banks on 16th August, 2024 in proportion to the 49% shareholding of the Company in RTRWL. Similarly, its JV partner has provided the shortfall undertaking in proportion to the 51% shareholding of the Company in RTRWL.

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circulars No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023 and SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13 July, 2023 are enclosed herewith and marked as an **Annexure A**.

Copy of the same is also being uploaded on the website of the Company at www.titagarh.in

This is for your information and record.

Thanking you,
yours faithfully,
**for Titagarh Rail Systems Limited,
(formerly Titagarh Wagons Limited)**

Dinesh Arya
Company Secretary & Chief Compliance Officer
M. No. FCS 3665

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

ANNEXURE A

DISCLOSURE REQUIRED UNDER REGULATION 30 OF THE SEBI LISTING REGULATIONS READ WITH THE SEBI CIRCULAR SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 DATED 13 July, 2023

GIVING OF UNDERTAKING FOR ANY THIRD PARTY

Sl. No.	Particulars	Details
1.	Name of the party for which such guarantees or indemnity or surety undertaking was given	Ramkrishna Titagarh Rail Wheels Limited (RTRWL), Joint Venture Company
2.	Whether the Promoter/Promoter Group/group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The Company holds 49% of the paid-up equity share capital of RTRWL. Mr. Prithish Chowdhary and Mr. Anil Kumar Agarwal are common Directors in RTRWL. The Undertaking has been provided by the Company at an arm's length basis.
3.	Brief details of such guarantee or indemnity or becoming a surety undertaking viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee	The Company has provided the shortfall undertaking dated 16 th August, 2024, for certain covenants in relation to the Term Loan Facility aggregating Rs. 1,527 Crores (Rupees One Thousand Five Hundred and Twenty Seven Crore) being availed by RTRWL. The Undertaking is in proportion to the shareholding of the Company in RTRWL i.e. 49%.
4.	Impact of such guarantees or indemnity or surety undertaking on listed entity.	The Undertaking shall be treated as a Contingent Liability for the Company. The undertaking has been provided on behalf of a Joint Venture of the Company which is part of the consolidated group. At this point, there is no impact of the undertaking on the Company.

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