



PM/BSE/026/2022-23

Date: 29th August, 2022

To,
Department of Corporate Services,
BSE Limited,
Floor 25, P.J. Towers,
Dalal Street,
Mumbai-400 001

Scrip Code: 522105

Sub: Outcome of the Board Meeting held on 29th August, 2022.

Dear Sir/Madam,

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at their meeting held today considered and approved, inter alia, the following:

1. Scheme of Arrangement between Birla Precision Technologies Limited (the "Company" or "Demerged Company"), Birla Accucast Private Limited (the "Resulting Company") (collectively the "Companies") and their respective shareholders and creditors ("Scheme"). Incompliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, we wish to submit that the board of directors of the Company at its meeting held today i.e. August 29, 2022, has inter alia, considered and approved the demerger of Foundry Division of the Company to the Resulting Company (a wholly owned subsidiary of the Company) pursuant to the aforesaid Scheme under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and Section 2(19AA) of the Income-tax Act, 1961, and the rules and regulations issued there under and the SEBI Master Circular on Scheme of Arrangement by Listed Entities SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 November 23, 2021 ("Master Circular").

The Scheme is subject to the receipt of approval from the requisite majorities of shareholders and creditors of the Companies, the NCLT (Mumbai bench), SEBI, the stock exchange [BSE] and such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary.

Pursuant to Regulation 30 of the Listing Regulations, details in respect of the Scheme are enclosed here with as Annexure I



Birla Precision Technologies Limited

Regd. Office : 23 Birla Mansion No. 2, 1st Floor, D. D. Sathe Marg, Prathana Samaj, Mumbai - 400 004.
Tel. No.: +91 22-23825060

E-mail : info@birlaprecision.com Website : www.birlaprecision.com
An ISO 9001:2015 & ISO 14001:2004 Company. CIN: L29220MH1986PLC041214



3.35th Annual General Meeting of the Company is scheduled to be held on Tuesday 27th September 2022 at 11.00 AM. Through VC/OAVM, wherein the Notice along with Director's Report for the Financial Year ended 31st March, 2022 was approved.

The Board Meeting commenced at 4.38 P.M and concluded at 06.05 PM.

This is for your information and records.

Annexure I

Details of the Scheme of Arrangement between Birla Precision Technologies Limited and Birla Accucast Private Limited and their respective shareholders and creditors

Sr. No.	Particulars	Details
1.	Brief details of the division(s) to be demerged	1. Foundry Division All assets and liabilities pertaining to the unit of the Demerged Company located at MIDC Waluj (Aurangabad District, Maharashtra), along with such unit's business on a going concern basis, including the Raw Castings manufacturing plant having capacity of 23 MT Tonnes per day.
2	Turnover of the demerged division and as percentage to the total turnover of listed entity in the immediately for the financial year/ based on financial	The turnover of the demerged division (Foundry Division) the listed entity in the immediate financial year 2021-2022 is Rs. 38.79 Crore representing 15.62% of the total turnover of the Demerged Company financials of the last financial year.



Birla Precision Technologies Limited

Regd. Office : 23 Birla Mansion No. 2, 1st Floor, D. D. Sathe Marg, Prathana Samaj, Mumbai - 400 004.
Tel. No.: +91 22-23825060

E-mail : info@birlaprecision.com Website : www.birlaprecision.com
An ISO 9001:2015 & ISO 14001:2004 Company. CIN: L28220MH1996PLC041214

	s of the last financial	
3	Rationale for demerger	<p>The Scheme, inter alia, envisages the following:</p> <p>(i) Transfer of the Demerged Undertaking (as defined in the Scheme) of the Demerged Company to the Resulting Company ("Demerger");</p> <p>(ii) Issue and allotment of equity shares of the Resulting Company to all the shareholders of the Demerged Company in proportion to their shareholding in the Demerged Company, as consideration for the transfer of the Demerged Undertaking;</p> <p>(iii) Following the completion of the issuance and allotment of shares of the Resulting Company to all the shareholders of the Demerged Company as above with option for exit from Resulting Company.</p> <p>The rationale for the Scheme is as under:</p> <p>The proposed Demerger will create opportunities for pursuing independent growth and expansion strategies in the segregated businesses and effectively unlock value of each of the manufacturing units. The segregation will enable more focused and streamlined management and provide diversity in decisions, including regarding the use of capital, exploration of varied investment opportunities and attracting various investors and strategic partners. Each of the business units of the Demerged Company would continue to function with efficiency, efficacy and synergies on a standalone basis after the Demerger. The Demerger at this juncture will also create an enabling framework for succession planning, including long term leadership of each company as the promoter-managed families moves closer to a generational shift. This will also achieve long term stability including through continued maintenance of goodwill and harmony without any business disruption.</p>
4	Brief details of change in shareholding pattern(if any)of all entities	<p>In consideration of the transfer of the Demerged Undertaking from the Demerged Company to the Resulting Company, the Resulting Company shall issue & allot 1,63,18,000 (One Crore and Sixty Three Lakhs Eighteen Thousand) equity shares of Rs. 2 (Rupees Two) each to the shareholders of the Demerged Company, whose name is recorded in the register of members and records of the depository as members of the Demerged Company, on the Record Date, in the ratio of (1)one equity share of Rs. 2 (Rupees Two) each of Resulting Company credited as fully paid up for every (4) Four equity share of</p>





		<p>Rs. 2 (Rupees Two) each held by such shareholder in the Demerged Company("New Equity Shares").</p> <p>Immediately upon the issue and allotment of the said equity shares by the Resulting Company, the existing paid-up share capital of Resulting Company, held by the Demerged Company and its nominees will stand cancelled, extinguished and annulled.</p> <p>There will be no change in the shareholding pattern of the Demerged Company pursuant to the demerger.</p>
5	In case of cash consideration= amount or otherwise share exchange ratio	Cash consideration - Not Applicable For share entitlement ratio, please see Sr. No. 4.
6	Whether listing would be sought for the resulting entity.	Upon the issue and allotment of equity shares pursuant to the Scheme as mentioned in Sr. No. 4 above the shares of the Resulting Company are proposed to be unlisted.

Thanking you,

Yours faithfully,

For Birla Precision Technologies Limited

Parth Matolia
Company Secretary & Compliance Officer



Birla Precision Technologies Limited

Regd. Office : 23 Birla Mansion No. 2, 1st Floor, D. D. Sathe Marg, Prathana Samaj, Mumbai - 400 004.
Tel. No.: +91 22-23825060

E-mail : info@birlaprecision.com Website : www.birlaprecision.com
An ISO 9001:2015 & ISO 14001:2004 Company CIN: L28220MH1986PLC041214