



# NITIN ALLOYS GLOBAL LTD.



CIN No. : L65990MH1982PLC028822

Regd. Office : 231, 2nd Floor, Rahul Mittal Industrial Premises Co-op. Soc. Ltd., Sanjay Building No. 3, Sir M. V. Road, Andheri (E), Mumbai - 400 059.

Corporate Office : Prestige Precinct, 3rd Floor, Almeida Road, Thane (West) - 400 601. INDIA.  
Tel.: 2598 5900 / 2534 2566 / 67 / 69 • Fax : 00-91-22-25345854  
Email: financenagl@nitincastings.com • Website : www.nitinalloys.com

## Brief details of the Nitin Alloys Global Limited and Nitin Castings Private Limited

Particulars	NAGL	NCPL
<b>Name of the Company</b>	Nitin Alloys Global Limited ('NAGL')	Nitin Castings Private Limited ('NCPL')
<b>Date of Incorporation &amp; Details of name changes, if any</b>	<p><b><u>Date of Incorporation:</u></b> 03<sup>rd</sup> day of December, 1982</p> <p><b><u>Details of name change:</u></b> NAGL was incorporated on 3<sup>rd</sup> December, 1982, under the provisions of Companies Act, 1956, under the name and style of "Aditya Leasing Limited". The name of the company was changed to "Nitin Alloys Global Limited" on 6<sup>th</sup> June, 2006.</p>	<p><b><u>Date of Incorporation:</u></b> 17<sup>th</sup> day of August, 1962</p> <p><b><u>Details of name change:</u></b> NCPL was incorporated on 17<sup>th</sup> August, 1962, under the provisions of Companies Act, 1956, under the name and style of "Nitin Engineering &amp; Manufacturing Company Private Limited". The name of the company was changed to "Nitin Castings Private Limited" on 30<sup>th</sup> June, 1970. Further, the name of the company was changed to "Nitin Casting Limited" with effect from 31<sup>st</sup> January, 1975. Further, pursuant to Section 18 of the Companies Act, 2013 (<i>conversion into Private limited by shares company</i>) the name changed to "Nitin Castings Private Limited" with effect from 27<sup>th</sup> November, 2015.</p>
<b>Registered Office</b>	231, 2 <sup>nd</sup> Floor, Rahul Mittal Industrial Premises Co-op Soc. Ltd., Sanjay Building No.3, Sir M. V. Road, Andheri (East), Mumbai - 400 059	231, 2 <sup>nd</sup> Floor, Rahul Mittal Industrial Premises Co-op Soc. Ltd., Sanjay Building No.3, Sir M. V. Road, Andheri (East), Mumbai - 400 059

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Particulars	NAGL	NCPL
<b>Brief particulars of the Scheme</b>	NCPL is engaged into multiple businesses – real estate, windmill power generation and casting business. NAGL is also engaged in the manufacturing of pipes and castings. In order to enable greater focus on casting business, this Scheme provides for demerger of Casting Business from NCPL into NAGL.	
<b>Rationale for the Scheme</b>	Both the companies under this Scheme of Arrangement are part of Nitin Casting Group ('the Group'). The Group believes that the restructuring would benefit the companies and its stake holders on account of following reasons: <ul style="list-style-type: none"><li>▪ Businesswise segregation of companies thereby ensuring focused management;</li><li>▪ Improved Organizational capability and leadership;</li><li>▪ Achieving operational and management efficiency; and</li><li>▪ Ability to leverage financial and operational resources of each company.</li></ul>	
<b>Date of Resolution passed by the Board of Director of the Company approving the Scheme</b>	February 6, 2016	February 6, 2016
<b>Date of Meeting of the Audit Committee in which the draft scheme has been Approved</b>	February 6, 2016	Not Applicable
<b>Appointed Date</b>	1 <sup>st</sup> April, 2015	
<b>Name of Exchanges where Securities of the Company are Listed</b>	BSE Limited	Not Applicable

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Particulars	NAGL	NCPL
<b>Nature of Business</b>	NAGL is engaged in the business of manufacturing of products relating to Alloy Steel Castings.	NCPL is engaged into multiple businesses – Real Estate, Windmill power generation and Casting Business.
<b>Capital before the scheme</b>	Rs. 1,40,40,000 divided into 14,04,000 Equity shares of Rs. 10 each, fully paid up	Rs. 3,15,00,000 divided into 31,50,000 Equity Shares of Rs. 10 each, fully paid up
<b>No. of shares to be issued</b>	“10 (Ten) fully paid up Equity Share of Rs. 10 (Rupees Ten) each of NAGL shall be issued and allotted for every 27 (Twenty Seven) fully paid up Equity Shares of Rs. 10 (Rupees Ten) each held in NCPL”	Not Applicable
<b>Cancellation of shares on account of cross holding, if any</b>	Not Applicable	
<b>Capital after the scheme</b>	Rs. 2,57,06,660 divided into 25,70,666 Equity Shares of Rs. 10 each, fully paid up	Rs. 3,15,00,000 divided into 31,50,000 Equity Shares of Rs. 10 each, fully paid up
<b>Net Worth Pre – Demerger</b>	Rs. 22.23 crores As on March 31, 2015	Rs. 24.65 crores As on March 31, 2015
<b>Net Worth Post – Demerger</b>	Rs. 42.21 crores	Rs. 15.11 crores



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Particulars	NAGL	NCPL
Valuation by independent Chartered Accountant -	M/s. SSPA & Co. Chartered Accountants	
Name of the valuer/valuer firm and Regn no	M/s SSPA & Co., Chartered Accountant Regn No. 128851W	
Exchange ratio	"10 (Ten) fully paid up Equity Share of Rs. 10 (Rupees Ten) each of NAGL shall be issued and allotted for every 27 (Twenty Seven) fully paid up Equity Shares of Rs. 10 (Rupees Ten) each held in NCPL"	
Name of Merchant Banker giving fairness opinion	Saffron Capital Advisors Private Limited, Independent Category-I Merchant Banker	
Shareholding Pattern	Shareholding Pattern as on 31 <sup>st</sup> December, 2015 is enclosed as <b>Annexure G2</b>	Shareholding Pattern as on 31 <sup>st</sup> December, 2015 is enclosed as <b>Annexure G1</b>
No. of shareholdings	As per Annexure G2 above	As per Annexure G1 above
Name of the promoters	1) Bhagirath P. Purushottamdas (HUF) 2) Shanti Kumar Nitin Kumar (HUF) 3) Nirmal B. Kedia (HUF)	1) Ms. Shalini Nirmal Kedia 2) Mr. Nirmal B. Kedia 3) Ms. Suman N. Kedia 4) Mr. Nitin S. Kedia

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Particulars	NAGL	NCPL
	<ol style="list-style-type: none"><li>4) Nitin S. Kedia (HUF)</li><li>5) Saroj S. Kedia</li><li>6) Suman N. Kedia</li><li>7) Vedanshu N. Kedia</li><li>8) Nipun N. Kedia</li><li>9) Shalini N. Kedia</li><li>10) Kirti Investments Limited</li><li>11) Kedia Holdings Private Limited</li><li>12) Ariel Estate Investment Private Limited</li></ol>	
<b>Names of the Directors</b>	<ol style="list-style-type: none"><li>1) Mr. Nirmal B. Kedia</li><li>2) Mr. Shyamlal K. Agarwal</li><li>3) Mr. Nitin S. Kedia</li><li>4) Mr. Nipun N. Kedia</li><li>5) Mr. Deven M. Doshi</li><li>6) Mr. Arvind B. Jalan</li><li>7) Ms. Preethi Anand</li></ol>	<ol style="list-style-type: none"><li>1) Mr. Nirmal B. Kedia</li><li>2) Mr. Nitin S. Kedia</li><li>3) Mr. Vijay Khowala</li></ol>
<b>Details regarding change in management control if any</b>	Not Applicable As the demerger is an intra-group demerger	Not Applicable

For Nitin Alloys Global Limited

Mr. Nirmal B. Kedia  
Director

Din No. : 00050769

Email: [naglmumabi@gmail.com](mailto:naglmumabi@gmail.com)

Tel No: +91 22 -25985900

