

WENDT (INDIA) LIMITED

No. 69/70, Sipcot, Hosur 635 126, Tamilnadu, INDIA

Telephone: + 91 4344.405500

Telefax : + 91 4344 405620 / 405630

E-mail : wil@wendtindia.com

Web : www.wendtindia.com**CIN: : L85110KA1980PLC003913**14th May 2025

BSE Limited,
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code: 505412

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Stock Code: WENDT

Dear Sirs,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform that the Company is in receipt of an intimation from the Promoters i.e., Carborundum Universal Limited (CUMI) and Wendt GmbH, regarding the execution of an Agreement between them, amending certain terms of the amendment to the shareholders' agreement entered into by them on 21st January 2025 ("**ROFR Side Agreement**"), to facilitate a potential divestiture by Wendt GmbH of up to its entire ownership interest in the Company.

In this regard, the Promoters i.e., CUMI and Wendt GmbH have informed the Company that the potential divestment by Wendt GmbH is also proposed to be undertaken through the Offer for Sale mechanism (OFS) as per the applicable laws. To this effect, the agreement dated 21st January 2025 was amended on 14th May 2025 to a limited extent in enabling Wendt GmbH to sell its shareholding in the Company through OFS.

The requisite details with the amendment agreement dated May 14, 2025 to the ROFR Side Agreement under Regulation 30 read with Schedule III of the Listing Regulations and SEBI master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 are provided in Annexure to this letter, respectively.

Thanking you

Yours faithfully,

For Wendt (India) Limited**Arjun Raj P**
Company Secretary

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**Annexure**

Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements:

	Particulars	Information
a.	if the listed entity is a party to the agreement, i. details of the counterparties (including name and relationship with the listed entity);	The listed entity – Wendt (India) Limited is not a party to the Agreement.
b.	if listed entity is not a party to the agreement, i. name of the party entering into such an agreement and the relationship with the listed entity; ii. details of the counterparties to the agreement (including name and relationship with the listed entity); iii. date of entering into the agreement	Wendt GmbH, Germany and Carborundum Universal Limited, India Both parties are promoters of the Company 14 th May 2025
c.	purpose of entering into the agreement	Facilitate the potential stake by Wendt GmbH of up to its entire shareholding in the Company through an Offer for Sale mechanism (OFS) in the manner set out the amendment agreement dated May 14, 2025. Wendt GmbH currently holds 7,50,000 shares aggregating to 37.5% of the share capital of the Company.
d.	shareholding, if any, in the entity with whom the agreement is executed	None
e.	significant terms of the agreement (in brief);	Including Offer for Sale as one of the permitted methodologies for the proposed divestiture by Wendt GmbH of up to its entire ownership interest in the Company, under the applicable laws, for a limited time.

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f.	extent and the nature of impact on management or control of the listed entity;	Wendt GmbH intends to sell all the shares held by it in the Company. Once shares are sold such that it ceases to hold 10% of the share capital of the Company, then Wendt GmbH will cease to be a Joint venture partner and the shareholders' agreement between Wendt GmbH and Carborundum Universal Limited will be terminated.
g.	details and quantification of the restriction or liability imposed upon the listed entity;	None. There is no liability imposed on the Company under the amendment agreement dated May 14, 2025.
h.	whether, the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship;	Yes, the parties to the agreement are Promoters of the Company. The Company is not a party to this agreement.
i.	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The Company is not a party to this agreement. Hence, not applicable.
j.	in case of issuance of shares to the parties, details of issue price, class of shares issued	Not applicable
k.	any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	Nil
l.	in case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details and reasons for amendment or alteration and impact thereof (including impact on management or	Wendt GmbH, Germany and Carborundum Universal Limited, India Shareholders agreement 14 th May 2025 (Amended Agreement) Same as above



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	control and on the restriction or liability quantified earlier); v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).	Not applicable
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