

Date: December 30, 2025

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai- 400051.

To,
The Manager,
BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001.

Symbol: WINDMACHIN

Sub: Disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/ Madam,

Enclosed is the disclosure in terms of Regulation 29(2) and other applicable regulations / sub-regulations of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to acquisition of equity shares of **WINDSOR MACHINES LIMITED** pursuant to conversion of warrants.

You are requested to kindly take the same on record.

Thanking you

Yours truly,

Ramesh Keshubhai Siyani

CC:
The Company Secretary
Windsor Machines Ltd.
Floor No. 3 & 4, Corporate House No. 6, Block B,
Magnet Corporate Park, Off. S G Highway, Thaltej,
Ahmedabad, Gujarat, India, 380054.

**Format for Disclosures under Regulation 29(2) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Windsor Machines Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Ramesh Keshubhai Siyani ("Acquirer") 2. Plutus Investments and Holding Private Limited ("PAC")		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited 2. BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the acquisition under consideration, holding of the acquirer along with PAC:			
a) Shares carrying voting rights	Acquirer PAC	26,06,202 3,50,02,247	2.99% 40.19 %
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)		NIL	NIL
c) Voting rights (VR) otherwise than by equity shares		NIL	NIL
d) Warrants/ convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Acquirer PAC	78,18,608 NIL	7.61% NIL
e) Total (a+b+c+d)		4,54,27,057	43.18%
44.22%			
Details of acquisition/Sale:			
a) Shares carrying voting rights acquired (Pursuant to Conversion of Warrants into Equity)	Acquirer PAC	26,06,203 NIL	2.99% NIL
b) VRs acquired otherwise than by equity shares		NIL	NIL
c) Warrants/ convertible securities/any other instrument that entitles the acquirer to receive shares carrying category acquired/sold	Acquirer PAC	(26,06,203) NIL	NIL (2.54%)
d) Shares encumbered / invoked/released by the acquirer		NIL	NIL
e) Total (a+b+c+-d)		NIL	2.99%

After the acquisition holding of Acquirer along with PAC:				
a) Shares carrying voting rights				
	Acquirer PAC	52,12,405 3,50,02,247	5.99% 40.19%	5.07% 34.07%
b) Shares encumbered with the acquirer		NIL	NIL	NIL
c) VRs otherwise than by shares		NIL	NIL	NIL
d) Warrants/ convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition				
	Acquirer PAC	52,12,405 NIL	NIL NIL	5.07% NIL
e) Total (a+b+c+d)		4,54,27,057	46.18%	44.22%
Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter se transfer etc).		Conversion of Warrants into Equity.		
Salient Features of the Securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.		NA		
Date of acquisition / Date of receipt of intimation of allotment of shares /VR / Warrants /Convertible Securities / any other instrument that entitles the acquirer to receive shares in the TC.		December 26, 2025 (Date of Listing and Trading approval by the stock exchanges)		
Equity share capital / total voting capital of the TC before the said acquisition/ sale		Rs. 16,89,56,636/- consisting of 8,44,78,318 Equity Shares of Face Value Rs. 2/-		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale		Rs. 17,41,69,042/- consisting of 8,70,84,521 Equity Shares of Face Value Rs. 2/-		
Total diluted share/ voting capital of the TC after the said acquisition/ sale		Rs. 20,54,43,474/- consisting of 10,27,21,737 Equity Shares of Face Value Rs. 2/-		

Note:

*Total share capital/ voting capital has been considered as on the date of allotment of the equity shares post conversion of warrant and as per the filing done by the company to the Stock Exchanges on October 07, 2025.

**Company has allotted 2,60,62,027 warrants at a price of ₹191.85/- (Rupees One Hundred Ninety-One and Eighty-Five Paise) per Warrant (including a premium of ₹189.85/- per Warrant) on January 09, 2025 on a preferential basis which are convertible into 1 equity share each within 18 months from the date of issuance. As on date of this disclosure, 1,04,24,811 warrants are converted into 1,04,24,811 Equity shares. The total diluted share capital basis is arrived at taking into account all the outstanding share warrants i.e. 1,56,37,216 of the company as on the date of this disclosure.