

31st July, 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited,
Exchange Plaza,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051

BSE Code: 540153

NSE Code: ENDURANCE

Sub.: Proposed merger of wholly-owned step-down subsidiaries of the Company in Italy.

Ref.: Regulation 30 read with Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir / Madam,

Pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 ("SEBI Circular"), we wish to inform that a proposal of merger of wholly-owned step-down subsidiaries of the Company viz. Endurance Engineering S.r.l, Italy and Endurance S.p.A, Italy ("Transferor companies"), with Endurance Castings S.p.A, Italy ("Transferee company"), has been approved by the Board of Directors of the respective companies today i.e. 31st July, 2025.

An intimation, in this regard, has been received by the Company at 4.32 p.m. (IST).

The proposed merger amongst the Transferor and Transferee companies is subject to approval of their parent company viz. Endurance Overseas S.p.A, Italy, wholly owned subsidiary of the Company and requisite regulatory approvals. The appointed date of the merger is 1st April, 2025.

In line with the SEBI Circular, details under Regulation 30(6) of the Listing Regulations for the proposed plan of merger are provided in the attached Annexure.

The above information is available on website of the Company at www.endurancegroup.com.

Request you to take the above information on record.

Thanking you,

Yours faithfully,

For **Endurance Technologies Limited**

Sunil Lalai

Company Secretary, Compliance Officer and Head – Legal
Membership No.: A8078

Encl.: as above.



ANNEXURE

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

Plan of merger of the wholly-owned step down subsidiaries

Sr. no.	Items for Disclosure	Description												
1.	Name of entities forming part of the amalgamation / merger, details in brief such as, size, turnover etc.	<p>A. <u>Name of entities forming part of the merger:</u></p> <ol style="list-style-type: none"> Endurance Engineering S.r.l. (“Transferor no. 1” / “EESrl”) – wholly-owned step-down subsidiary of the Company, incorporated by Endurance Overseas S.p.A (“EOSpA”) (wholly-owned subsidiary of the Company) in January 2014. Endurance S.p.A (“Transferor no. 2” / “ESpA”) – wholly-owned step-down subsidiary of the Company, acquired by EOSpA in October 2014. Endurance Castings S.p.A (“Transferee company” / “ECSpA”) – wholly-owned step-down subsidiary of the Company. ECSpA was acquired by EOSpA in January 2019. <p>B. <u>Turnover and Profit After Tax of the said entities, for the financial year ended 31st March, 2025:</u></p> <p style="text-align: right;">(Rs. in million)</p> <table border="1"> <thead> <tr> <th>Name of the Entity</th><th>Turnover</th><th>Profit After Tax</th></tr> </thead> <tbody> <tr> <td>EESrl</td><td>911.38</td><td>68.75</td></tr> <tr> <td>ESpA</td><td>18,368.78</td><td>1,287.67</td></tr> <tr> <td>ECSpA</td><td>4,252.03</td><td>170.77</td></tr> </tbody> </table> <p><i>Note: Figures mentioned above have been converted into INR at an exchange rate of 1 EURO: INR 90.7336.</i></p>	Name of the Entity	Turnover	Profit After Tax	EESrl	911.38	68.75	ESpA	18,368.78	1,287.67	ECSpA	4,252.03	170.77
Name of the Entity	Turnover	Profit After Tax												
EESrl	911.38	68.75												
ESpA	18,368.78	1,287.67												
ECSpA	4,252.03	170.77												
2.	Whether transaction would fall within related party transactions? If yes, whether the same done at “arm’s length”	Proposed merger of Transferor companies with the Transferee company is amongst the wholly-owned step-down subsidiaries of the Company and hence is exempt under Regulation 23(5)(c) of the Listing Regulations.												
3	Area of business of the entity(ies)	<p>EESrl manufactures plastic components, <i>inter alia</i>, for automotive applications from its plant in Grugliasco, Italy.</p> <p>ESpA is primarily engaged in the activity of carrying out high pressure aluminium die casting and machining operations from its plants in Lombardore and Chivasso, Italy.</p> <p>ECSpA is into manufacturing of high pressure die casting and machining components having a plant in Bione, Italy.</p>												

4	Rationale for amalgamation / merger	Business of the Transferor and Transferee companies complement each other. The proposed consolidation will result in synergy of business operations, economies of scale of operations, optimise operational and administrative costs and reduce compliance management.
5	In case of cash consideration – amount or otherwise share exchange ratio.	<p>The Transferor and Transferee companies are wholly-owned step-down subsidiaries of the Company and there will be no cash consideration / share exchange as part of the proposed merger.</p> <p>Investment of EOSpA in the Transferor companies will be cancelled upon the merger becoming effective.</p>
6	Brief details of change in shareholding pattern (if any) of listed entity	The shareholding pattern of the Company remains unchanged as it is not a party to the proposed merger.