

Bonfiglioli Transmissions Pvt. Ltd.
Plot No. AC7-AC11, SIDCO Industrial Estate
Thirumudivakkam, Chennai,
Kancheepuram - 600 132, Tamilnadu, India.
Tel. +91 84484 48649
Email : salesindia.mws@bonfiglioli.com
www.bonfiglioli.com
CIN NO. U29309TN1998PTC040717



ADDENDUM TO BUSINESS TRANSFER AGREEMENT

23rd October 2024

To,

BONFIGLIOLI TECHNOLOGY SPACE PRIVATE LIMITED
Featherlite – The Address, 200 Ft Radial Road,
Tiruneermalai, Tambaram,
Kanchipuram, Tamil Nadu – 600044.

Attention: Mr. Santosh Lingraj Godi

Dear Sir,

RE: Addendum to the Business Transfer Agreement dated 30th September 2024, executed between Bonfiglioli Transmissions Private Limited and Bonfiglioli Technology Space Private Limited (the "BTA").

1) Clause 3.1 of the BTA:

We refer to Clause 3.1 of the BTA wherein the consideration for the sale of Business Undertaking from BTPL to BTSPL as a going concern on a slump sale basis was agreed to be INR 116,500,000 (Indian Rupees One Hundred and Sixteen Million and Five Hundred Thousand only), subject to any adjustments as may be mutually agreed between the Parties within 45 days from the Closing Date of 30th September 2024 ("Purchase Consideration").

As per the above clause, we now agree to adjust the final Purchase Consideration amount to be **INR 115,500,000 (Indian Rupees One Hundred and Fifteen Million and Five Hundred Thousand only)**.

2) Clause 3.5 of the BTA:

We refer to Clause 3.5 of the BTA wherein it was agreed that if the Purchase Consideration is not paid within 45 days from the date of execution of the BTA, that portion of Purchase Consideration which is remaining unpaid on 46th day shall be treated as Inter-company loan and interest at Repo rate (as on the first day of the relevant quarter) + 1.7% (equivalent to 8.20% as on date) per annum shall be charged by Seller to Purchaser thereon on a quarterly basis.

In addition to the above clause, it is now agreed that the amount of Inter-company loan (i.e., Purchase Consideration remaining unpaid on the 46th day) shall be repaid in 5 equal annual instalments by BTSPL to BTPL. It is also clarified that on repayment of each such annual instalment, interest for the balance period shall be computed on the remaining unpaid inter-company loan balance only.

For and on behalf of **Bonfiglioli Transmissions Private Limited**



Authorised Signatory
Date: 23rd October 2024
Place: Chennai



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Mannur Factory : Survey No. 528, Perambakkam High Road, Mannur Village, Sriperumbudur Taluk, Kancheepuram - 602105. Tamilnadu, India.
Phone +91 84484 48649, salesindia.ins@bonfiglioli.com

Pune Factory : Plot No-E-5/2, MIDC Talegaon Industrial Area, Ph-2, Badhalwadi, Maval Taluka, Talegaon MIDC, Pune-410507.
Ph : 844 844 8649, Email: salesindia.ins@bonfiglioli.com

We acknowledge and confirm.

For and on behalf of **Bonfiglioli Technology Space Private Limited**



Authorised Signatory

Date: 23rd October 2024

Place: Chennai

