

Harshbeena Sahney Zaveri

Date: February 20, 2025

To, BSE Limited Corporate Relationship Department 1 st Floor, P.J. Towers, Dalal Street Mumbai 400 001	To, National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex Bandra (E) Mumbai - 400 051.
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Code No. 530367/ NRBBEARING

Dear Sir/Madam,

Sub:-Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 as amended

I, the undersigned, being the acquirer, do and hereby submit this disclosure under regulation 10 (6) regarding intimation in respect of acquisition of 8,55,909 equity shares of face value of Rs.2.00 each of NRB Bearings Limited on February 14, 2025 pursuant to regulation 10 (1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 as amended.

You are requested to kindly take note of the above intimation.

Thanking You,

Yours faithfully,

Harshbeena Sahney Zaveri

Encl:- As above

4, Shangri La, 27 A, Carmichael Road, Mumbai 400 026

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	NRB Bearings Limited (“NRB”)	
2.	Name of the acquirer(s)	Ms. Harshbeena Sahney Zaveri	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Ltd	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	The transaction is pursuant to Memorandum Recording Family Settlement entered into on January 20, 2025 between Ms. Hanwantbir Kaur Sahney, Ms. Harshbeena Sahney Zaveri, Mr. Devesh Singh Sahney and others (“ Memorandum ”)	
5.	Relevant regulation under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SAST Regulations”).	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes Yes February 6, 2025	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a	Name of the transferor / seller	Refer Annexure A
	b	Date of acquisition	February 14, 2025
	c	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Refer Annexure A
	d	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Refer Annexure A
	e	Price at which shares are proposed to be acquired / actually acquired	Not applicable. The realignment of shareholding is carried out as part of the family settlement as specified under the Memorandum
			Not applicable. The realignment of shareholding is carried out as part of the family settlement as specified under the Memorandum

8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(*)	Refer Annexure A		Refer Annexure A	
	b	Each Seller / Transferor	Refer Annexure A		Refer Annexure A	

Note: (*) Shareholding of each entity shall be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Harshbeena Sahney Zaveri

Place: Mumbai

Date: February 20, 2025

Annexure A

1. Trilochan Singh Sahney Trust 1 (“TSS Trust 1”) owns 3,38,09,300 equity shares equivalent to 34.88% of the equity share capital of NRB Bearings Limited (“NRB”). Ms. Hanwantbir Kaur Sahney (“HBK”), Ms. Harshbeena Sahney Zaveri (“HSZ”) and Mr. Devesh Singh Sahney (“DSS”) were the trustees and beneficiaries of TSS Trust 1. In terms of the provisions of Restated Deed of Trust on 6th November 2012, the voting rights thereof are exercised by HSZ and in her absence by Mr. Sahir Zaveri, son of HSZ. Pursuant to the realignment of shareholding in respect of NRB between some of the promoters and members of the promoter group (including HSZ) under the Memorandum and the Supplemental Deed of Trust For TSS Trust 1 dated January 20, 2025 and effective from 14th February 2025 entered into between HBK, HSZ, DSS and others, (i) HBK and DSS cease to be the trustees and beneficiaries of TSS Trust 1, (ii) Mallika Sahney, daughter of DSS ceases to be future trustee and beneficiary of TSS Trust 1 (iii) HSZ continues as a trustee and beneficiary of the TSS Trust 1 (iv) Mr. Satish Rangani continues as Trustee of TSS Trust 1. Voting rights over shares of NRB held by TSS Trust 1 shall continue to be exercised by HSZ. TSS Trust 1 will continue to hold 3,38,09,300 equity shares of NRB aggregating 34.88% of the equity share capital of NRB.
2. Further, in terms of Memorandum, HSZ has acquired below equity shares of NRB from DSS family in compliance with the requirements of SEBI (SAST) Regulations, 2011 and SEBI (PIT) Regulations, 2015 on 14th February 2025.

Sr. No.	Name	Category	No of Shares held	% of Shareholding
1.	Devesh Singh Sahney	Promoter	8,50,089	0.88
2.	Mallika Sahney	Promoter Group	4,920	0.01
3.	Aarti Devesh Sahney	Promoter Group	900	0.001%
		Total	8,55,909	0.89%

3. The shareholding details of the Target Company for the purpose of Serial No. 7 and 8 above is as under:

Name of Shareholder	Before the proposed transaction		After the proposed transaction	
	No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
Harshbeena Sahney Zaveri (Promoter)	1,22,69,064	12.66	1,31,24,973	13.55
Aziz Yousuf Zaveri (Promoter group)	14,97,231	1.54	14,97,231	1.54
Sahir Zaveri (Promoter group)	19,752	0.02	19,752	0.02
Anupa Rajiv Sahney (Promoter group)	7,73,021	0.80	7,73,021	0.80

Jasiv Singh Devender Singh Sahney (Promoter group)	3,03,495	0.31	3,03,495	0.31
Bhupinder Singh Sahney (Promoter group)	28,580	0.03	28,580	0.03
Trilochan Singh Sahney Trust-1 (Promoter)	3,38,09,300	34.88	3,38,09,300	34.88
SZWW General Trading Private Limited	5	0.00	5	0.00
Devesh Singh Sahney (erstwhile Promoter)	8,50,089	0.88	0	0.00
Mallika Sahney (erstwhile member of Promoter group)	4,920	0.01	0	0.00
Aarti Devesh Sahney (erstwhile member of Promoter group)	900	0.001%	0	0.00