

# Harshbeena Sahney Zaveri

February 18, 2025

BSE Limited Corporate Relationship Department 1 <sup>st</sup> Floor, P.J. Towers, Dalal Street Mumbai 400 001	National Stock Exchange of India Limited Listing Department-Corporate Services, Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, Bandra Kurla Complex, Bandra East, Mumbai 400051	NRB Industrial Bearings Limited 3, Floor GRD , Plot- 471/473, Marwadi Vidyalaya, Sardar Vallabhbhai Patel Road, 2nd Parsiwada Opera House, Girgaon, Mumbai 400 004
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Scrip code: 535458

Dear Sir/Madam,

**Sub: Disclosure pursuant to the Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find enclosed herewith disclosure pursuant to the Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pertaining to disposal of 23,40,906 Equity Shares of NRB Industrial Bearings Limited. Memorandum Recording Family Settlement ("Memorandum") dated January 20, 2025 entered into amongst Ms. Hanwantbir Kaur Sahney ("HBK") Mr. Devesh Singh Sahney ("DSS") and others; and realignment of beneficial interest in the Trilochan Singh Sahney Trust 2 in terms of Memorandum and the Supplemental Deed of Trust For TSS Trust 2 dated January 20, 2025 entered into between HBK, DSS and others.

We request you to kindly take the same on record and acknowledge receipt.

Thanking You,

Sincerely,

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Harshbeena Zaveri

Encl: as above

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

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	NRB Industrial Bearings Limited		
Name(s) of the Seller	Ms. Harshbeena Zaveri		
Whether the seller belongs to Promoter/Promoter group	Yes, Promoter		
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 <del>acquisition</del> / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the <del>acquisition</del> /sale under consideration, holding of :</b>			
a) Shares carrying voting rights	23,40,906	9.66	9.66
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
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)	-	-	-
e) Total (a+b+c+d)	23,40,906	9.66	9.66
<b>Details of <del>acquisition</del> /sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold	23,40,906	9.66	9.66
b) VRs <del>acquired</del> /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired</del> /sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	23,40,906	9.66	9.66

<p><b>After the acquisition/sale, holding of:</b></p> <p>a) Shares carrying voting rights</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by shares</p> <p>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</p> <p>e) Total (a+b+c+d)</p>	0	0.00	0.00
<p>Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p>	<p>Inter-se, off-market transfer, in terms of 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").</p>		
<p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>February 14, 2025.</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition / sale</p>	<p>24,230,650 Equity Shares of Rs. 2/- each</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition / sale</p>	<p>24,230,650 Equity Shares of Rs. 2/- each</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>24,230,650 Equity Shares of Rs. 2/- each</p>		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

*Note: In addition to the above,*

*Trilochan Singh Sahney Trust 2 (TSS Trust 2) owns 94,38,910 equity shares equivalent to 38.95% of the equity share capital of NRB INDUSTRIAL BEARINGS LIMITED ("NIBL"). Ms. Hanwantbir Kaur Sahney ("HBK"), Ms. Harshbeena Sahney Zaveri ("HSZ") and Mr. Devesh Singh Sahney ("DSS") were the trustees and beneficiaries of TSS Trust 2. In terms of the provisions of Restated Deed of Trust on 6th November 2012, the voting rights thereof are exercised by DSS and in his absence by Ms. Mallika, daughter of DSS. Pursuant to the realignment of shareholding in respect of NIBL between some of the promoters and members of the promoter group (including DSS) under the Memorandum and the Supplemental Deed of Trust For TSS Trust 2 dated January 20, 2025 and effective from 14th February 2025 entered into between HBK, HSZ, DSS and others, (i) HBK and HSZ cease to be the trustees and beneficiaries of TSS Trust 2, (ii) Sahir and Karina ceases to be future trustee and beneficiary of TSS Trust 2 (iii) DSS continues as a trustee and beneficiary of the TSS Trust 2 TSS Trust 2 will continue to hold 94,38,910 equity shares of NRB aggregating 38.95% of the equity share capital of NIBL.*

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Harshbeena Zaveri

Signature of the acquirer / seller / ~~Authorised Signatory~~

Place: Mumbai

Date: February 18, 2025