



Timken Netherlands Holdings B.V.

The Securities and Exchange Board of India

SEBI Bhavan, Plot No. C4-A, 'G' Block,

Bandra-Kurla Complex, Bandra (East),

Mumbai – 400051, Maharashtra

December 21, 2020

Dear Sir / Madam,

Subject: Report under Regulation 10(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) in respect of acquisition under Regulation 10(1)(a)(iii) of the Takeover Regulations.

In relation to.: Timken India Limited, listed on BSE Limited (522113) and National Stock Exchange of India Limited (TIMKEN)

Pursuant to the provision of Regulation 10(7) of the Takeover Regulations, we hereby furnish the attached report regarding transfer of 100% of equity shares in Timken Europe BV (“**Timken Europe**”) by Timken Global Treasury SARL (“**TGT**”) to Timken Netherlands Holdings B.V. (“**Timken BV**”) in exchange of cancellation of shares in TGT held by Timken BV. Timken Europe BV indirectly owns 67.8% of the share capital of Timken India Limited (“**Target Company**”). The Timken Company is the ultimate holding company holding 100% shares in Timken BV.

The intimations under Regulation 10(5) and Regulation 10(6) of the Takeover Regulations have been filed with the stock exchanges on December 07, 2020 and December 17, 2020 respectively.

The applicable fees of INR 1,50,000 was paid through RTGS / NEFT to the following account:

Name of Bank Account: Securities and Exchange Board of India

Name of Branch: Bank of India, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

Bank Account No: 012210210000007, IFSC Code: BKID000122

Date of Payment: December 18, 2020

Payment Reference No: N353201344986479

Purpose of Payment: Fees under Regulation 10(7) of the Takeover Regulations

Timken Netherlands Holdings B.V.
Stephensonweg 12
4207HB Gorinchem Netherlands

We request you to take record of the same and acknowledge.

Thanking you

For and on behalf of Timken Netherlands Holdings B.V.



(Teresa L. Wilson)

Authorized signatories

Encl.: Report under Regulation 10(7) in prescribed format

(Sjaak van Boxtel)

We request you to take record of the same and acknowledge.


Thanking you

For and on behalf of Timken Netherlands Holdings B.V.

(Teresa L. Wilson)

Authorized signatories

Encl.: Report under Regulation 10(7) in prescribed format



(Sjaak van Boxtel)

Format under Regulation 10(7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|----------|---------------------------------------|--|---|
| 1 | General Details | | |
| | a. | Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.} | Timken Netherlands Holdings B.V. Address: Stephensonweg 12, 4207HB Gorinchem Netherlands Telephone: 234-262-2455 Email: teri.wilson@timken.com |
| | b. | Whether sender is the acquirer (Y/N) | Y |
| | c. | If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization) | Not applicable |
| | d. | Name, address, Tel no. and e-mail of sender, if sender is not the acquirer | Not applicable |
| 2 | Compliance of Regulation 10(7) | | |
| | a. | Date of Report | December 21, 2020 |
| | b. | Whether report has been submitted to SEBI within 21 working days from the date of the acquisition | Yes |
| | c. | Whether the report is accompanied with fees as required under Regulation 10(7) | Yes RTGG / NEFT reference No. N353201344986479 dated December 18, 2020 |
| 3 | Compliance of Regulation 10(5) | | |
| | a. | Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition. | Yes |
| | b. | Date of Report | December 07, 2020 |

| | | | | | | |
|----------|---------------------------------------|--|--|---|-----------------------|---|
| 4 | Compliance of Regulation 10(6) | | | | | |
| | a. | Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition | Yes | | | |
| | b. | Date of Report | December 17, 2020 | | | |
| 5 | Details of the Target Company | | | | | |
| | a. | Name & address of TC | Timken India Limited 39-42, Electronic City, Phase I, Hosur Road, Bangalore - 560 100, Karnataka, India | | | |
| | b. | Name of the Stock Exchange(s) where the shares of the TC are listed | Bombay Stock Exchange (BSE Limited) and National Stock Exchange (National Stock Exchange of India Limited) | | | |
| 6 | Details of the acquisition | | | | | |
| | a. | Date of acquisition | December 16, 2020 | | | |
| | b. | Acquisition price per share (in Rs.) | Indirect acquisition for non-cash consideration. Timken Global Treasury SARL ("TGT") transferred 100% shares in Timken Europe BV ("Timken Europe") to Timken Netherlands Holdings B.V. ("Timken BV") in exchange of cancellation of shares held by Timken BV in Timken TGT. | | | |
| | c. | Regulation which would have been triggered an open offer, had the report not been filed under Regulation 10(7) (whether Regulation 3(1), 3(2), 4 or 5) | Regulation 5 | | | |
| | d. | Shareholding of acquirer/s and PACs individually in TC (in terms of no: & as a percentage of the total share/voting capital of the TC)(*) | Before the acquisition | | After the acquisition | |
| | | | No. of Shares | % w.r.t total share capital / voting rights of TC | No. of Shares | % w.r.t total share capital / voting rights of TC |
| | | Name(s) of the acquirer(s)** | | | | |

| | | | | | | |
|---|---|---|---|---|-----------------------|---|
| | | Timken Netherlands Holdings B.V. | 0 | 0% | 0 | 0% |
| | | Timken Singapore Pte. Limited | 5,09,99,988 | 67.80% | 5,09,99,988 | 67.80% |
| | e. | Shareholding of seller/s in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) (*) | Before the acquisition | | After the acquisition | |
| | | | No. of Shares | % w.r.t total share capital / voting rights of TC | No. of Shares | % w.r.t total share capital / voting rights of TC |
| | | Timken Global Treasury SARL | 0 | 0% | 0 | 0% |
| 7 | Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(iii) | | | | | |
| | a. | Provide the names of the seller/s | Timken Global Treasury SARL | | | |
| | b. | Specify the relationship between the acquirer/s and the seller/s. | <p>TGT is a wholly owned subsidiary of Timken BV.</p> <p>TGT held 100% shares in Timken Europe which holds 100% of equity shares in Timken Singapore Pte. Limited (“Timken Singapore”).</p> <p>Timken Singapore is a promoter of the Target Company holding 67.80% of the equity shares of the Target Company.</p> <p>Pursuant to the transaction, Timken BV holds 100% shares in Timken Europe and continues to indirectly hold 67.80% of the equity shares of the Target Company.</p> <p>The transaction does not impact or alter the relationship between the Target Company and its promoter.</p> | | | |
| | c. | Confirm that the acquirer and the seller/s satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations | We confirm that the acquirer and the seller satisfy the relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations | | | |
| | d. | If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges | INR 1,110.23 | | | |

| | | | |
|--|----|--|---|
| | | where the TC is listed. | |
| | e. | If shares of the TC are infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | Not applicable |
| | f. | Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable. | Not applicable as the indirect transfer was undertaken for consideration other than cash. |
| | g. | Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed | December 07, 2020 |
| | h. | 1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). 2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same. | 1) The acquirer confirms that the transferor and the transferee will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations to the extent applicable. 2) Not Applicable |
| | i. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with. | The acquirer hereby declares that all the conditions specified under Regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with |

We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

NOTE:

- (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.
- (**) Shareholding of each entity shall be shown separately as well as collectively.

For and on behalf of **Timken Netherlands Holdings B.V.**

Teresa L. Wilson

(Teresa L. Wilson)

(Sjaak van Boxtel)

Authorized signatories

Date: December 21, 2020

Place: North Canton, Ohio, USA

Encl.: Intimations filed under Regulations 10(5) and 10(6) of Takeover Regulations

- (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.
- (**) Shareholding of each entity shall be shown separately as well as collectively.

For and on behalf of **Timken Netherlands Holdings B.V.**

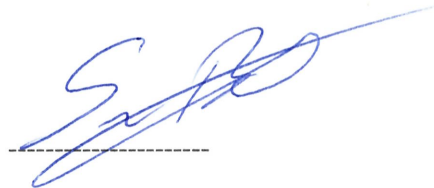
(Teresa L. Wilson)

Authorized signatories

Date: December 21, 2020

Place: North Canton, Ohio, USA

Encl.: Intimations filed under Regulations 10(5) and 10(6) of Takeover Regulations



(Sjaak van Boxtel)



User: ANUPAM Domain: TIMKEN Date/Time: 18/12/2020 02:59:07 pm

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- Statements
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Statements >> View >> Transaction Details

| Account No. | New Account No. | Booking Date | Credit Amount | Debit Amount | Value Date | Ref/Chq NO |
|----------------|-----------------|--------------|---------------|--------------|------------|------------------|
| 00870310000020 | 00870310000020 | 18/12/2020 | | 150,000.00 | 18/12/2020 | N353201344986479 |

| Transaction Description |
|--|
| NEFT Dr-BKID0000122-SECURITIES AND EXCHANGE BOARD OF INDIA-SAKCHI-N353201344986479 |



Timken Netherlands Holdings B.V.

Corporate Relations Department

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort,

Mumbai – 400 001

BSE Code: 522113

The Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1,

Block G, Bandra – Kurla Complex,

Bandra (East), Mumbai – 400 051

NSE Code: TIMKEN

December 07, 2020

Dear Sir / Madam

Subject: Disclosure under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) in respect of acquisition under Regulation 10(1)(a)(iii) of the Takeover Regulations.

Timken India Limited is a public limited company (“**Target Company**”) listed on BSE Limited (522113) and National Stock Exchange of India Limited (TIMKEN).

The Timken Company (“**Timken Co US**”) is a corporation incorporated under the laws of the State of Ohio, USA and is indirectly holding 67.8% equity shares carrying voting rights in the Target Company through step down subsidiaries. Timken Co US is the ultimate holding company.

Timken Co US holds 100% shares in Timken Netherlands Holdings B.V. (“**Timken BV**”) which holds 100% shares in Timken Global Treasury SARL (“**TGT**”). TGT holds 100% shares in Timken Europe B.V. (“**Timken Europe**”) which indirectly holds 67.80% of the equity shares of the Target Company through step down subsidiaries.

This is to inform you that TGT proposes to transfer its entire holding in Timken Europe to Timken BV in lieu of cancellation of shares held in TGT by Timken BV (“**Proposed Transaction**”).

Pursuant to the Proposed Transaction, Timken BV will directly hold 100% of the equity shares of Timken Europe. Further, Timken Co US will indirectly hold 100% of the equity shares of Timken Europe and continues to indirectly hold 67.80% of the equity shares of the Target Company.

Timken Netherlands Holdings B.V.
Stephensonweg 12
4207HB Gorinchem Netherlands

We hereby file the prescribed disclosures in the format prescribed under Regulation 10(5) of the Takeover Regulations with respect to the Proposed Transaction.

We request you to please take these disclosures on record.

Thanking you

For and on behalf of Timken Netherlands Holdings B.V.

Teresa L. Wilson

(Teresa L. Wilson)

Authorized signatories

Encl.: Disclosure under Regulation 10(5) in prescribed format

(Sjaak van Boxtel)

We hereby file the prescribed disclosures in the format prescribed under Regulation 10(5) of the Takeover Regulations with respect to the Proposed Transaction.

We request you to please take these disclosures on record.

Thanking you

For and on behalf of Timken Netherlands Holdings B.V.

(Teresa L. Wilson)

Authorized signatories

Encl.: Disclosure under Regulation 10(5) in prescribed format

A handwritten signature in blue ink, appearing to be 'Sjaak van Boxtel', written over a dashed line.

(Sjaak van Boxtel)

Format for Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | |
|----|--|--|
| 1. | Name of the Target Company (TC) | Timken India Limited |
| 2. | Name of the acquirer(s) | Timken Netherlands Holdings B.V. |
| 3. | Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters | <p>Timken Netherlands Holdings B.V. ("Timken BV") is a wholly owned subsidiary of The Timken Company ("Timken Co US"). Timken BV holds 100% shares in Timken Global Treasury SARL ("TGT"). TGT holds 100% shares in Timken Europe B.V. ("Timken Europe") which indirectly holds 100% of equity shares in Timken Singapore Pte. Limited ("Timken Singapore"). Timken Singapore is a promoter of the TC holding 67.80% of the equity shares of the TC.</p> <p>Pursuant to the proposed transaction, Timken BV will hold 100% equity shares in Timken Europe. Timken Co US will remain as the ultimate holding company.</p> <p>The proposed transaction will not impact or alter the relationship between the TC and its promoter.</p> |
| 4. | Details of the proposed acquisition | |
| | a. Name of the person(s) from whom shares are to be acquired | Timken Global Treasury SARL |
| | b. Proposed date of acquisition | December 16, 2020 |
| | c. Number of shares to be acquired from each person mentioned in 4(a) above | No equity shares of the Target Company are being acquired. TGT proposes to transfer 100% shares in Timken Europe to Timken BV. Pursuant to the proposed transaction, Timken BV will directly hold 100% in Timken Europe and Timken Co US will continue to indirectly hold 67.80% of the equity shares of the TC. |
| | d. Total shares to be acquired as % of share capital of TC | |
| | e. Price at which shares are proposed to be acquired | Indirect acquisition for non-cash consideration. TGT will transfer 100% shares in Timken Europe to Timken BV in lieu of cancellation of shares held by Timken BV in TGT. |
| | f. Rationale, if any, for the proposed transfer | Internal group re-organization |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | Sub-clause (iii) of Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (" Takeover Regulations ") |

| | | | | | |
|-----|--|---|-----------------------------------|---------------------------------|-----------------------------------|
| 6. | If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period. | INR 1,110.23 | | | |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | Not applicable | | | |
| 8. | Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable. | Not applicable as the transfer is of equity shares of Timken Europe from TGT to Timken BV. | | | |
| 9. | <p>i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)</p> <p>ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p> | <p>i. The acquirer confirms that the transferor and the transferee will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 to the extent applicable.</p> <p>ii. Not Applicable</p> | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | The acquirer hereby declares that all the conditions specified under Regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with. | | | |
| 11. | Shareholding details | 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 |
| | a Acquirer(s) and PACs (other than sellers) | | | | |
| | Timken Netherlands Holdings B.V. | 0 | 0% | 0 | 0% |
| | Timken Singapore Pte. Limited | 5,09,99,988 | 67.80% | 5,09,99,988 | 67.80% |
| | b Seller (s) | | | | |
| | Timken Global Treasury SARRL | 0 | 0% | 0 | 0% |

Note:

- (*) Shareholding of each entity may 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.

For and on behalf of **Timken Netherlands Holdings B.V.**

Teresa L. Wilson

(Teresa L. Wilson)

Authorized signatories

Date: December 07, 2020

Place: North Canton, Ohio

(Sjaak van Boxel)

Note:

- (*) Shareholding of each entity may 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.

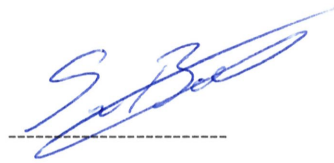
For and on behalf of **Timken Netherlands Holdings B.V.**

(Teresa L. Wilson)

Authorized signatories

Date: December 07, 2020

Place: North Canton, Ohio



(Sjaak van Boxtel)



Timken Netherlands Holdings B.V.

Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
BSE Code: 522113
December 17, 2020

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
Block G, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE Code: TIMKEN

Dear Sir / Madam

Subject: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) in respect of acquisition under Regulation 10(1)(a)(iii) of the Takeover Regulations.

We refer to the stock exchange intimation submitted by us in terms of Regulation 10(5) of the Takeover Regulations on December 07, 2020 (“10(5) Intimation”).

Upon consummation of the transaction set forth in 10(5) Intimation, we hereby file the prescribed disclosures under the format prescribed under Regulation 10(6) of the Takeover Regulations.

We would like to submit that:

- Timken India Limited is a public limited company (“**Target Company**”) listed on BSE Limited (522113) and National Stock Exchange of India Limited (TIMKEN). The Timken Company (“**Timken Co US**”) is a corporation incorporated under the laws of the State of Ohio, USA and is indirectly holding 67.8% equity shares carrying voting rights in the Target Company through step down subsidiaries. Timken Co US is the ultimate holding company.
- Timken Co US holds 100% shares in Timken Netherlands Holdings B.V. (“**Timken BV**”) which holds 100% shares in Timken Global Treasury SARL (“**TGT**”). TGT holds 100% shares in Timken Europe B.V. (“**Timken Europe**”) which indirectly holds 67.80% of the equity shares of the Target Company through step down subsidiaries.
- This is to inform you that, on December 16, 2020, TGT transferred its entire holding in Timken Europe to Timken BV in lieu of cancellation of shares held in TGT by Timken BV (“**Transaction**”). Pursuant to the Transaction, Timken BV holds 100% of the equity shares of Timken Europe which indirectly holds 67.8% in the Target Company. Further, Timken Co US indirectly holds 100% of the equity shares of Timken Europe and continues to indirectly hold 67.80% of the equity shares of the Target Company.

Timken Netherlands Holdings B.V.
Stephensonweg 12
4207HB Gorinchem Netherlands

We hereby file the prescribed disclosures in the format prescribed under Regulation 10(6) of the Takeover Regulations, with respect to the Transaction.

We request you to please take these disclosures on record.

Thanking you

For and on behalf of Timken Netherlands Holdings B.V.

Teresa L. Wilson

(Teresa L. Wilson)

(Sjaak van Boxtel)

Authorized signatories

Encl.: Disclosure under Regulation 10(6) in prescribed format

We hereby file the prescribed disclosures in the format prescribed under Regulation 10(6) of the Takeover Regulations, with respect to the Transaction.

We request you to please take these disclosures on record.

Thanking you

For and on behalf of Timken Netherlands Holdings B.V.

(Teresa L. Wilson)

Authorized signatories

Encl.: Disclosure under Regulation 10(6) in prescribed format



(Sjaak van Boxtel)

Format for Disclosures under Regulation 10(6) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | |
|----|--|---|
| 1. | Name of the Target Company (TC) | Timken India Limited |
| 2. | Name of the acquirer(s) | Teresa L. Wilson |
| 3. | Name of the stock exchange where shares of the TC are listed | Bombay Stock Exchange (BSE Limited) and National Stock Exchange (National Stock Exchange of India Limited) |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. | <p>No equity shares of Target Company were acquired directly.</p> <p>Teresa L. Wilson ("Timken BV") is a wholly owned subsidiary of The Timken Company ("Timken Co US"). Timken BV holds 100% shares in Timken Global Treasury SARL ("TGT"). TGT holds 100% shares in Timken Europe B.V. ("Timken Europe") which indirectly holds 100% of equity shares in Timken Singapore Pte. Limited ("Timken Singapore"). Timken Singapore is a promoter of the TC holding 67.80% of the equity shares of the TC.</p> <p>TGT transferred 100% shares in Timken Europe to Timken BV. Pursuant to the transaction, Timken BV holds 100% equity shares in Timken Europe. Timken Co US remains as the ultimate holding company.</p> <p>The transaction does not impact or alter the relationship between the TC and its promoter.</p> |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer. | Sub-clause (iii) of Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (" Takeover Regulations ") |
| 6. | <p>Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,</p> <ul style="list-style-type: none"> - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange. | Disclosure under Regulation 10(5) of the Takeover Regulations was made on December 07, 2020 to the Stock Exchanges and within the timeline specified under the Takeover Regulations. |

| | | | | | | |
|----|------------------------|---|--|-----------------------------------|--|-----------------------------------|
| 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 | Timken Global Treasury SARL | | Yes | |
| | b. | Date of acquisition | December 16, 2020 | | Yes | |
| | c. | Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | No equity shares of Target Company were acquired directly. | | Yes | |
| | d. | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | TGT transferred 100% shares of Timken Europe to Timken BV. Pursuant to the Transaction, Timken BV holds 100% shares in Timken Europe and indirectly hold 67.80% of the equity shares of the Target Company. Timken Co US continues to indirectly hold 67.80% of the equity shares of the Target Company. | | Yes | |
| | e. | Price at which shares are proposed to be acquired / actually acquired | Indirect acquisition for non-cash consideration. TGT transferred 100% shares in Timken Europe to Timken BV in lieu of cancellation of shares in TGT held by Timken BV. | | Yes | |
| 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 | | | | |
| | | Timken Netherlands Holdings B.V. | 0 | 0% | 0 | 0% |

| | | | | | |
|---|-------------------------------|-------------|--------|-------------|--------|
| | Timken Singapore Pte. Limited | 5,09,99,988 | 67.80% | 5,09,99,988 | 67.80% |
| b | Each Seller / Transferor | | | | |
| | Timken Global Treasury SARL | 0 | 0% | 0 | 0% |

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.

For and on behalf of Timken Netherlands Holdings B.V.

Teresa L. Wilson

(Teresa L. Wilson)

Authorized signatories

Date: December 17, 2020

Place: North Canton, Ohio, USA

(Sjaak van Bortel)

| | | | | | | |
|--|---|-------------------------------|-------------|--------|-------------|--------|
| | | Timken Singapore Pte. Limited | 5,09,99,988 | 67.80% | 5,09,99,988 | 67.80% |
| | b | Each Seller / Transferor | | | | |
| | | Timken Global Treasury SARL | 0 | 0% | 0 | 0% |

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.

For and on behalf of Timken Netherlands Holdings B.V.

(Teresa L. Wilson)

Authorized signatories

Date: December 17, 2020

Place: North Canton, Ohio, USA

(Sjaak van Boxtel)