

# 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 Bearings Limited Dhannur, 15, Sir P. M. Road, Fort, Mumbai 400 001
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**Code No. 530367/ NRBBEARING**

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 acquisition of 8,55,909 Equity Shares of NRB Bearings Limited in terms of 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 1 in terms of Memorandum and the Supplemental Deed of Trust For TSS Trust 1 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 Bearings Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Acquirer:</p> <p>Harshbeena Sahney Zaveri</p> <p>Person Acting in Concert (PAC):</p> <p>Trilochan Singh Sahney Trust – 1 Aziz Yousuf Zaveri Anupa Rajiv Sahney Jasjiv Singh Devinder Singh Sahney Bhupinder Singh Sahney Szw General Trading Private Limited Sahir Zaveri Rajiv Devinder Sahney</p>		
Whether the acquirer belongs to Promoter/Promoter group	Yes, Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<p>1. National Stock Exchange of India Limited</p> <p>2. BSE Limited</p>		
Details of the acquisition / <del>disposal</del> 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 acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	1,22,69,064	12.66	12.66
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)	1,22,69,064	12.66	12.66

<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/ <del>sold</del>	8,55,909	0.89	0.89
b) VRs acquired / <del>sold</del> otherwise than by shares	-	-	-
e) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ <del>sold</del>	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	8,55,909	0.89	0.89
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	1,31,24,973	13.55	13.55
b) Shares encumbered with the acquirer	-	-	-
c) VRs 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) after acquisition	-	-	-
e) Total (a+b+c+d)	1,31,24,973	13.55	13.55
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	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 (“ <b>Memorandum</b> ”).		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 14, 2025.		
Equity share capital / total voting capital of the TC before the said acquisition / sale	9,69,22,600 Equity Shares of Rs. 2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	9,69,22,600 Equity Shares of Rs. 2/- each		
Total diluted share/voting capital of the TC after the said acquisition	9,69,22,600 Equity Shares of Rs. 2/- each		

(\*) 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 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 6<sup>th</sup> 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 14<sup>th</sup> 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 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.

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

Place: Mumbai  
Date: February 18, 2025