

January 28, 2019

Ms. Shruti Joshi,
Company Secretary, Compliance Officer,
NRB Bearings Limited
15, Dhannur,
Sir P.M. Road, Fort, Mumbai,
Maharashtra - 400 001
Tel.: 022-22664160 / 22664570 / 22664998,
Fax: 022-22660412 / 22656607 / 22679850.

Dear Madam,

Sub: Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated **November 16, 2018** wherein we had mentioned that as on November 14, 2018, the aggregate holding of the Schemes of HDFC Mutual Fund in "**NRB Bearings Limited**" ("the Company") was **6.76%** of the paid up equity share capital of the Company (Paid up equity share capital being Rs. 19,38,45,200/- comprising 9,69,22,600 equity shares of Rs. 2/- each).


Further, in accordance with the captioned regulation, we wish to inform you that there has been an **increase** in the shareholding of the Company by the Schemes of HDFC Mutual Fund by **2.06%** as of January 25, 2019. As on January 25, 2019 the aggregate holding of the Schemes of HDFC Mutual Fund in the Company was **8.82%** of the paid up equity share capital of the Company (Paid up equity share capital being Rs. 19,38,45,200/- comprising 9,69,22,600 equity shares of Rs. 2/- each).

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in the prescribed format enclosed as **Annexure - "1"**.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For HDFC Asset Management Company Limited


Dinesh Bhakade
Jt. Assistant Vice President - Compliance

CC:

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051. Tel.: 022- 2659 8190, Fax: 022- 2659 8191	Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 023, Fax: 022- 2272 3121
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Annexure-1



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

1. Name of the Target Company (TC)	NRB Bearings Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Trustee Company Limited A/c -- HDFC Mutual Fund <ul style="list-style-type: none"> • HDFC Small Cap Fund • HDFC Retirement Savings Fund - Hybrid-Equity Plan • HDFC Retirement Savings Fund - Hybrid-Debt Plan 		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the Acquisition/Sale under consideration, holding of :</u>			
a) Shares carrying voting rights	65,53,447	6.76	N.A.
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	0.00	0.00	N.A.
c) Voting rights (VR) otherwise than by shares	0.00	0.00	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	0.00	0.00	N.A.
Total (a+b+c+d)	65,53,447	6.76	N.A.
<u>Details of Acquisition/Sale:</u>			
a) Shares carrying voting rights <u>acquired/sold</u>	19,96,735	2.06	N.A.
b) VRs acquired /sold otherwise than by shares	0.00	0.00	N.A.
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) acquired/sold	0.00	0.00	N.A.
d) Shares encumbered/invoked/released by the acquirer	0.00	0.00	N.A.
Total (a+b+c+/-d)	19,96,735	2.06	N.A.




After the Acquisition/Sale, holding of:			
a) Shares carrying voting rights	85,50,182	8.82	N.A.
b) Shares encumbered with the acquirer	0.00	0.00	N.A.
c) VRs otherwise than by shares	0.00	0.00	N.A.
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.	0.00	0.00	N.A.
Total (a+b+c+d)	85,50,182	8.82	N.A.
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
7. Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	January 25, 2019		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 19,38,45,200/- comprising 9,69,22,600 Equity Shares of Rs. 2/- each		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 19,38,45,200/- comprising 9,69,22,600 Equity Shares of Rs. 2/- each		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	N.A.		

(*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 Total share capital/ voting capital has been taken as per the latest filing to be done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(**) 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.

For **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)


Dinesh Bhakade
Jt. Assistant Vice President - Compliance



Place: Mumbai
Date: January 28, 2019