

Bimetal Bearings Limited

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PB No.3772, No.18, RACE COURSE ROAD, COIMBATORE -18
CIN: L29130TN1961PLC004466

Manufacturers of



Thinwall Bearings, Bushings and Thrust Washers

Ref:CSD/SE/250

18th January 2019

Bombay Stock Exchange Ltd.,

P.J.Towers

Dalal Street Fort,

Mumbai - 400 001.

Sub.: Confirmation of purchase of shares of the Company

Further to our letter No.CSD/SE/205 Dt.20th Dec' 2018, we hereby (based on the information given by the seller and buyer), **M/s.Simpson & Company Ltd.**, had purchased **3,975 Equity Shares** (@ Rs.526/- per share) of **M/s.Bimetal Bearings Ltd.**, from **M/s.Higginbothams Private Ltd.**, on 14th January 2019.

Further we have been given to understand that the Purchaser & Seller have already forwarded the said intimation to the Bombay Stock Exchange Ltd., (BSE Ltd.,) respectively.

Further vide this covering letter, we are submitting the relevant declarations as detailed hereunder:

- a) Disclosures under Rgln.10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Rgln.10 of SEBI (Substantial Acquisition of Shares & Take-overs) Regulations, 2011
- b) Disclosures under Rgln.29(2) in compliance of Rgln.10 of SEBI (Substantial Acquisition of Shares & Take-overs) Regulations, 2011
- c) Form "C" in compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015 [Rgln.7 (2) read with Rgln.6(2) - Continual disclosure]

Kindly acknowledge on receipt and do the needful.

Thanking You.

Yours faithfully,

For **Bimetal Bearings Limited**

A handwritten signature in black ink, appearing to read "K. Vidhya Shankar".

K.Vidhya Shankar

Company Secretary

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 & Take-overs) Regulations, 2011

1	Name of the Target Company	:	Bimetal Bearings Limited (505681)			
2.	Name of the Acquirer(s)	:	M/s. Simpson & Company Limited			
3.	Names of the Stock Exchanges where shares of the Target Company are listed	:	M/s. BSE Limited (Bombay Stock Exchange)			
4,	Details of the transactions including rationale, if any, for the transfer / acquisition of shares	:	_____			
5.	Relevant regulation under which the acquirer is exempted from making offer	:	Regulation 10(1)(a)(ii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) & if so: - Whether disclosure was made and whether it was made within the time-line specified under regulations. - Date of filing with the Stock Exchange(s)	:	The disclosure was made within the time-line. 19 th December 2018			
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		M/s. Higginbothams Private Ltd.,		Yes	
	b) Date of acquisition		14 th January 2019		Yes	
	c) Number of shares / voting rights in respect of the acquisitions from each person mentioned in 7(1) above		3,975		Yes	
	d) Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC		0.10%		Yes	
	e) Price at which shares are proposed to be acquired actually acquired		Rs.526/-		Yes	
8.	Share-holding 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		18,70,161	48.89	18,74,136	48.99
	b) Each seller / transferor		3,975	0.10	Nil	Nil

For **Bimetal Bearings Limited**



K. Vidhya Shankar

Company Secretary & Compliance Officer

18th January 2019

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

Name of the Target Company (TC)	Bimetal Bearings Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Simpson & Co Ltd.		
Whether the acquirer belongs to Promoter / Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd (M/s.Bombay Stock Exchange).		
Details of the acquisition / disposal as follows	Number	% w.r.t.total share / voting capital wherever applicable(*)	% w.r.t. total diluted share /voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	1870161	48.89	
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 T C (specify holding in each category)			
e) Total (a+b+c+d)	1870161	48.89	
Details of Sale			
a) Shares carrying voting rights acquired / sold	3975	0.10	
b) VRs acquired /sold otherwise than by Share			
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			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	3975	0.10	

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1874136	48.99	
b) Shares encumbered with the acquirer			
a) VRs otherwise than by shares			
b) 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)	1874136	48.99	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14th January 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale	38,25,000 Equity Shares of Rs. 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	38,25,000 Equity Shares of Rs. 10/- each		
Total diluted share/voting capital of the TC after the said acquisition	38,25,000 Equity Shares of Rs. 10/- 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.

For **Bimetal Bearings Limited**



K. Vidhya Shankar

Company Secretary & Compliance Officer

18th January 2019

FORM - C (SELLER)
SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(2) read with Regulation 6(2) – Continual disclosure]

Name of the Company : **Bimetal Bearings Ltd.**
 ISIN of the Company : **INE469A01019**
 PAN of the Company : **AAACB2036Q**

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN / DIN & address with contact nos.	Category of person (Promoters / KMP / Directors / immediate relative to/others etc.)	Securities held prior to acquisition / disposal	
		Type of Security (Shares)	No. & % of share-holding
(1)	(2)	(3)	(4)
Higginbothams Private Limited AAACH0838G U52396TN1950PTC000871 116 , Anna Salai, Chennai – 2. Contact No.9884 40121 (V S Srinivasan – General Manager)	Promoter Group	Equity	3,975 0.10%

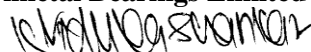
Securities acquired / Disposed				Securities held post acquisition / disposal	
Type of shares (Shares)	No.	Value	Transaction Type (Buy / Sale / Pledge / Revoke / Invoke)	Type of Security (Shares)	No. and % of share-holding
(5)	(6)	(7)	(8)	(9)	(10)
Equity	3,975	Rs.20,90,850/-	Sale	Equity	Nil

Date of allotment advice / acquisition of shares / sale of shares (specify)	Date of intimation to the Company	Mode of acquisition / disposal (on market / public / rights / preferential offer / off market / Inter-se transfer, ESOP etc.)	
(11)	(12)	(13)	(14)
14-01-2019	14-01-2019	14-01-2019	Off-market

Note: “Securities” shall have the meaning as defined under regulation 2(1) (i) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Details of trading in derivatives of the company Promoter, Employee or Director of a listed company and such other persons as mentioned in Regulation 6(2). : **NIL**

For **Bimetal Bearings Limited**



K. Vidhya Shankar

Company Secretary & Compliance Officer

18th January 2019

FORM - C (ACQUIRER)
SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(2) read with Regulation 6(2) – Continual disclosure]

Name of the Company : **Bimetal Bearings Ltd.**
 ISIN of the Company : **INE469A01019**
 PAN of the Company : **AAACB2036Q**

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN / DIN & address with contact nos.	Category of person (Promoters / KMP / Directors / immediate relative to/others etc.)	Securities held prior to acquisition / disposal	
		Type of Security (Shares)	No. & % of share-holding
(1)	(2)	(3)	(4)
Simpson & Co. Ltd., AAACS4909F U65991TN1925PLC002345 No.861/862, Anna Salai, Chennai – 600 002 (044 – 28584918)	Promoter Group	Equity	18,70,161 48.89%

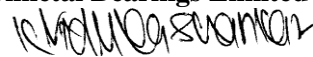
Securities acquired / Disposed				Securities held post acquisition / disposal	
Type of shares (Shares)	No.	Value	Transaction Type (Buy / Sale / Pledge / Revoke / Invoke)	Type of Security (Shares)	No. and % of share-holding
(5)	(6)	(7)	(8)	(9)	(10)
Equity	3,975	Rs.20,90,850/-	Buy	Equity	18,74,136 (48.99%)

Date of allotment advice / acquisition of shares / sale of shares (specify)	Date of intimation to the Company	Mode of acquisition / disposal (on market / public / rights / preferential offer / off market / Inter-se transfer, ESOP etc.)	
(11)	(12)	(13)	(14)
14-01-2019	14-01-2019	14-01-2019	Off-market

Note: “Securities” shall have the meaning as defined under regulation 2(1) (i) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Details of trading in derivatives of the company Promoter, Employee or Director of a listed company and such other persons as mentioned in Regulation 6(2). : NIL

For Bimetal Bearings Limited



K. Vidhya Shankar

Company Secretary & Compliance Officer

18th January 2019