

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, 39-42, Electronic city Phase-II, Hosur Road, Bangalore 560-100, India. Tel No: + 91-80 41362000 Fax No: + 91-80 41362010
2.	Name of the acquirer(s)	Timken Singapore Pte Ltd 150 Cecil Street, #15-01, Singapore (069543)
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	Both the acquirer and the transferor are subsidiaries of The Timken Company, 1835 Dueber Avenue S.W., Canton, Ohio 44706-0928, USA
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Timken (Mauritius) Limited, 5 th Floor, Chancery House, Lislet Geoffroy Street, Port Louis Mauritius.
	b. Proposed date of acquisition	On or after March 23, 2012
	c. Number of shares to be acquired from each person mentioned in 4(a) above	5,09,99,988 equity shares
	d. Total shares to be acquired as % of share capital of TC	80.02%
	e. Price at which shares are proposed to be acquired	Nil – The equity shares are proposed to be transferred by way of contribution without consideration/ Gift as part of internal group restructuring.
	f. Rationale, if any, for the proposed transfer	Internal group restructuring.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
6.	If, frequently traded, volume	Not Applicable

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	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.																	
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																
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	The acquirer hereby declares that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)																
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 it has complied/will comply with all the conditions specified under regulation 10(1)(a) with respect to exemptions.																
1	Shareholding details	<table border="1"> <thead> <tr> <th colspan="2">Before the proposed transaction</th> <th colspan="2">After the proposed transaction</th> </tr> <tr> <th>No. of shares /voting Rights</th> <th>% w.r.t total share capital of TC</th> <th>No. of shares /voting rights</th> <th>% w.r.t total share capital of TC</th> </tr> </thead> <tbody> <tr> <td>– Acquirer(s) and PACs (other than</td> <td>Nil</td> <td>Nil</td> <td>5,09,99,988 equity shares</td> </tr> <tr> <td></td> <td></td> <td></td> <td>80.02%</td> </tr> </tbody> </table>	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	– Acquirer(s) and PACs (other than	Nil	Nil	5,09,99,988 equity shares				80.02%
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– Acquirer(s) and PACs (other than	Nil	Nil	5,09,99,988 equity shares															
			80.02%															

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	sellers)(*)				
	- Seller (s)	5,09,99,988 equity shares	80.02%	Nil	Nil

For Timken Singapore Pte Ltd

Name: Anna Tan/Kem Seem

Designation: Director

Place: Singapore

Date: March 16, 2012.

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.