

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI- 400 001

Company Code: 505790

National Stock Exchange of India Limited

Exchange Plaza, C - 1, Block G,
Bandra-Kurla Complex, Bandra (E)
MUMBAI- 400 051

Company Code: SCHAEFFLER

12 November 2018

Sub: Report under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref.: Scheme of Amalgamation of INA Bearings India Private Limited ('INA') and LuK India Private Limited ('LuK') with Schaeffler India Limited ('SIL') ('Scheme')

Dear Sirs,

With reference to the captioned matter, this is to inform you that pursuant to the Scheme, we, (a) Schaeffler Verwaltungsholding Sechs GmbH, (b) Industrierwerk Schaeffler INA-Ingenieurdienst Gesellschaft mit beschränkter Haftung, (c) Schaeffler Bühl Verwaltungs GmbH, (d) Schaeffler Beteiligungsgesellschaft mit beschränkter Haftung and (e) Schaeffler Bühl Beteiligungs GmbH, (hereinafter collectively referred to as 'Allottee Entities'), the shareholders of erstwhile INA and LuK, have been allotted Equity Shares of SIL on November 2, 2018 and pursuant to provisions of Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we enclose herewith report with regard to Equity Shares allotted to us pursuant to the Scheme.

Kindly take the same on your record.

Thanking you,

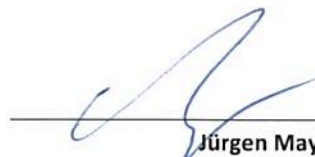
Yours Faithfully,
For and on behalf of

Schaeffler Verwaltungsholding Sechs GmbH



Klaus Deißberger

Authorized Signatory



Jürgen Mayer

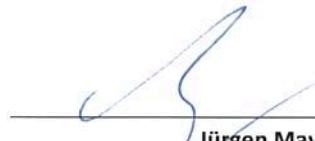
Authorized Signatory

Industrierwerk Schaeffler INA-Ingenieurdienst Gesellschaft mit beschränkter Haftung



Klaus Deißberger

Authorized Signatory



Jürgen Mayer

Authorized Signatory

Schaeffler Bühl Verwaltungs GmbH



Klaus Deißberger
Authorized Signatory



Jürgen Mayer
Authorized Signatory

Schaeffler Beteiligungsgesellschaft mbH



Dietmar Heinrich
Authorized Signatory



Klaus Deißberger
Authorized Signatory

Schaeffler Bühl Beteiligungs GmbH



Klaus Deißberger
Authorized Signatory



Jürgen Mayer
Authorized Signatory

CC: Schaeffler India Limited

Nariman Bhavan, 8th Floor, 227 Backbay Reclamation, Nariman Point, Mumbai – 400 021

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 and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Schaeffler India Limited		
2.	Name(s) of the acquirer(s)	1. Schaeffler Verwaltungsholding Sechs GmbH 2. Industrierwerk Schaeffler INA-Ingenieurdienst- Gesellschaft mit beschränkter Haftung 3. Schaeffler Bühl Verwaltungs GmbH 4. Schaeffler Beteiligungsgesellschaft mit beschränkter Haftung 5. Schaeffler Bühl Beteiligungs GmbH (Hereinafter collectively referred to as 'Allottee Entities')		
3.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
4.	Details of the transaction including rationale, if any, for the transfer acquisition of shares.	Allotment of 14,643,464 Equity Shares (Face Value of INR 10 each) of Schaeffler India Limited on November 2, 2018 pursuant to the Scheme of Amalgamation of INA Bearings India Private Limited and LuK India Private Limited with Schaeffler India Limited		
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(ii) – Scheme of Amalgamation involving TC as transferee Company pursuant to order of NCLTs.		
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No, disclosures of proposed acquisitions were not required to be made under regulation 10(5). Not Applicable ('NA') NA		
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	NA	NA
	b	Date of acquisition	NA	NA
	c	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	NA	NA
	d	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	NA	NA
	e	Price at which shares are proposed to be acquired / actually acquired	NA	NA

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:				
	1	Schaeffler Verwaltungsholding Sechs GmbH	Nil	0.00	46,92,451	15.01
	2	Industriewerk Schaeffler INA-Ingenieur- dienst- Gesellschaft mit beschränkter Haftung	Nil	0.00	35,22,439	11.27
	3	Schaeffler Beteiligungsgesellschaft mit beschränkter Haftung	Nil	0.00	1	0.00
	4	Schaeffler Bühl Verwaltungs GmbH	Nil	0.00	64,28,572	20.56
	5	Schaeffler Bühl Beteiligungs GmbH	Nil	0.00	1	0.00
		Total (collectively)	Nil	0.00	14,643,464	46.84
	B	Each Seller/Transferor	NA	NA	NA	NA

Place: Germany

Date: November 12, 2018

For

Schaeffler Verwaltungsholding Sechs GmbH



Klaus Deißberger

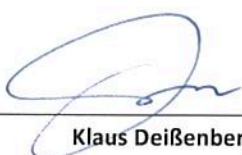
Authorized Signatory



Jürgen Mayer

Authorized Signatory

Industriewerk Schaeffler INA-Ingenieurdienst Gesellschaft mit beschränkter Haftung



Klaus Deißberger

Authorized Signatory



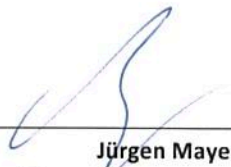
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