

BRN Industries Limited

Trustlink International Limited, Trustlink House,
Mohabeer Mungur Street, Floreal, Mauritius
Tel: 230 460 0371/460 0372 | Fax: 230 489 3277 |

February 1, 2021

The Secretary

National Stock Exchange of India Ltd.

Exchange Plaza, 3rd Floor

Plot No.3-1 "G" Block, I.F.B. Centre,

Bandra-Kurla-Complex, Bandra (East)

Mumbai – 400 051

Email: takeover@nse.co.in

The Company Secretary

Sintercom India Limited

Gat No.127, at Post Mangrul,

Taluka Maval (Talegaon Dabhade)

Pune – 410 507,

E-mail: ajoshi@sintercom.co.in

Dear Sir/ Madam,

Subject: Disclosure under Regulation 29 (2) read with Regulation 29 (4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This is to inform you that certain members of the promoter and promoter group of Sintercom India Limited ("**Company**"), namely, BRN Industries Limited ("**BRN**"), Miba Sinter Holding GmbH & Co KG, and Mr. Jignesh Vasant Rai have entered into a shareholders' agreement dated January 28, 2021 which includes, amongst others, an obligation not to dispose shares in the Company (details specified in the attached form).

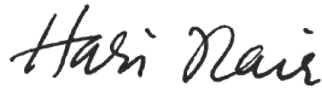
As such arrangements may be considered in the nature of an encumbrance under Regulation 28(3) of the Takeover Regulations, the enclosed disclosure is being made by BRN under Regulation 29(2) read with Regulation 29(4) of Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours faithfully

For **BRN INDUSTRIES LIMITED**

A handwritten signature in black ink, reading "Hari Nair". The signature is written in a cursive style with a horizontal line underneath it.

Mr. Hari Nair
Authorised Signatory

Encl: as above

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

Name of the Target Company ("TC")	Sintercom India Limited		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	BRN Industries Limited ("BRN") Please see Note below.		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited		
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	9,552,700	39.47	39.47
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)	9,552,700	39.47	39.47
Details of acquisition / sale			
a) Shares carrying voting rights acquired / sold	-	-	-
b) VRs acquired / sold otherwise than by shares	-	-	-
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	6,122,120	25.30	25.30
e) Total (a+b+c+/-d)	6,122,120	25.30	25.30
After the acquisition / sale, holding of:			
a) Shares carrying voting rights	9,552,700	39.47	39.47
b) Shares encumbered with the acquirer	6,122,120	25.30	25.30
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)	15,674,820	64.76	64.76
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Please refer to the Note below.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	January 28, 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	INR 24,20,28,220 divided into 2,42,02,822 equity shares of INR 10 each.		
Equity share capital / total voting capital of the TC after the said acquisition / sale	INR 24,20,28,220 divided into 2,42,02,822 equity shares of INR 10 each.		
Total diluted share / voting capital of the TC after the said acquisition	INR 24,20,28,220 divided into 2,42,02,822 equity shares of INR 10 each.		

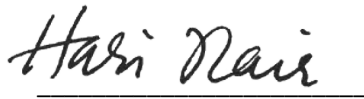
Note: BRN Industries Limited (“BRN”), Miba Sinter Holding GmbH & Co KG (“Miba”), and Mr. Jignesh Vasant Rai Raval (“JVR”), members of the promoter and promoter group of Sintercom India Limited (“Company”) have entered into a shareholders’ agreement dated January 28, 2021 (“SHA”). Pursuant to the SHA, each party has confirmed to the others that they shall not dilute their aggregate shareholding in the Company or transfer or sell or encumber or pledge any part of its shareholding in the Company, whenever acquired, in any manner, except in terms of the SHA. However, the parties

have a right to transfer their shareholding in the Company to any permitted affiliates transfers (as defined under the SHA), in accordance with the terms of the SHA. Additionally, the SHA contemplates mutual rights of tag along, drag along, and first refusal between Miba and BRN, subject to specified conditions, which may also qualify as an encumbrance and is therefore being disclosed out of abundant caution.

(*) Total share capital / voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations 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 **BRN INDUSTRIES LIMITED**

A handwritten signature in black ink, reading "Hari Nair", is written over a horizontal line.

Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 01-02-2021