

BRN Industries Limited

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

February 5, 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 31 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**") and Miba Sinter Holding GmbH & Co KG have entered into an option agreement dated February 4, 2021 in relation to shares of the Company (details specified in the attached form).

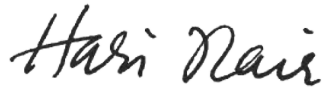
Accordingly, the enclosed disclosure is being made by BRN under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 in relation to the above considering the definition of the term "encumbrance" for the purposes of Chapter V of the 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:

Annexure I under SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 5, 2015

Annexure II under SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019

ANNEXURE – 1

[illegible]

Rishab Raval	-	-	-	-	-	-	-	-	-	-	-	-	-
Neha Dave	-	-	-	-	-	-	-	-	-	-	-	-	-
Yagnesh J Trivedi (HUF)	-	-	-	-	-	-	-	-	-	-	-	-	-
Yagnesh Trivedi (HUF)	-	-	-	-	-	-	-	-	-	-	-	-	-
Y J Trivedi & Co	-	-	-	-	-	-	-	-	-	-	-	-	-
M/s. Vasantraai and Company	-	-	-	-	-	-	-	-	-	-	-	-	-
Abhay Nevagi & Associates	-	-	-	-	-	-	-	-	-	-	-	-	-
ANA Cyber Forensic Services Pvt Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-
XINREN INFORMATION TECHNOLOGIES PRIVATE LIMITED	-	-	-	-	-	-	-	-	-	-	-	-	-
Team 2 Logistics	-	-	-	-	-	-	-	-	-	-	-	-	-
Anitar Investments LLC	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba AG	-	-	-	-	-	-	-	-	-	-	-	-	-
Mitterbauer Beteiligungs AG	-	-	-	-	-	-	-	-	-	-	-	-	-
Mitterbauer Privatstiftung	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Sinter Austria GmbH	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Sinter Slovakia s.r.o	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Deutschland GmbH	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Italia s.r.l	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba France Sarl	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Sinter USA LLC	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba Sinter Brazil S.A.	-	-	-	-	-	-	-	-	-	-	-	-	-
Miba China Holding GmbH	-	-	-	-	-	-	-	-	-	-	-	-	-
Total	1,58,76,822	65.60	1,56,74,820	64.76	-	-	-	-	95,52,700	39.47	-	1,56,74,820	64.76

Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”) and BRN Industries Limited (“**BRN**”), members of the promoter and promoter group of Sintercom India Limited (“**Company**”) have entered into an option agreement dated February 4, 2021 (“**Agreement**”) whereby BRN has agreed not to transfer any of its shares in the Company until 31 May 2023 (or such extended period as per the terms of the Agreement), except (a) to Miba pursuant to the exercise of a call option, in accordance with the terms of the Agreement), or (b) with the prior written consent of Miba.

This is in addition to the encumbrance created pursuant to the execution of a shareholders 'agreement dated January 28, 2021 between Miba, BRN, and Mr. Jignesh Vasantraai Raval, members of the promoter and promoter group of the Company, as detailed in the disclosure made by BRN dated February 1, 2021.

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

**** 2,00,000 Shares of Mr. Jignesh Vasantraai Raval, a member of the promoter and promoter group of the Company, are encumbered with KIFS Financial Services Limited on August 11, 2020 and reported to NSE on August 14, 2020.

For **BRN INDUSTRIES LIMITED**

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

Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 05th Feb, 2021

ANNEXURE - II

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Sintercom India Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	BRN INDUSTRIES LIMITED
Total promoter shareholding in the listed company	No. of shares: 1,58,76,820 % of total share capital: 65.60%
Encumbered shares as a % of promoter shareholding	60.17%
Whether encumbered share is 50% or more of promoter shareholding	YES / NO (Please refer to the Note below.)
Whether encumbered share is 20% or more of total share capital	YES / NO

DETAILS OF ALL THE EXISTING EVENTS/ AGREEMENTS PERTAINING TO ENCUMBRANCE

		Encumbrance (1) (Date of creation of encumbrance: January 28, 2021)	Encumbrance (2) (Date of creation of encumbrance: February 4, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Non disposal undertaking. (as mentioned in the disclosure dated February 1, 2021).	Non disposal undertaking. Please refer to the Note below.
No. and % of shares encumbered		No. of shares: 95,52,700 % of total share capital: 39.47%	No. of shares: 95,52,700 % of total share capital: 39.47%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Miba Sinter Holding GmbH & Co KG Mr Jignesh Vasantraai Raval	Please see the Note below
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES / NO	YES / NO
	Names of all other entities in the agreement	As mentioned in the disclosure dated February 1, 2021. Please refer to the Note below.	Please refer to the Note below.
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	YES / NO If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not applicable 3. Whether the debt instrument is listed on stock exchanges?: Not applicable 4. Credit Rating of the debt instrument:	YES / NO If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not applicable 3. Whether the debt instrument is listed on stock exchanges?: Not applicable 4. Credit Rating of the debt

		Not applicable 5. ISIN of the instrument: Not applicable	instrument: Not applicable 5. ISIN of the instrument: Not applicable
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Not applicable.	Not applicable. Please refer to the Note below.
	Amount involved (against which shares have been encumbered) (B)	Not applicable.	Not applicable. Please refer to the Note below.
	Ratio of A / B	Not applicable.	Not applicable. Please refer to the Note below.
End money use of	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	Not applicable. Please refer to the Note below.	Not applicable. Please refer to the Note below.

Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”) and BRN Industries Limited (“**BRN**”), members of the promoter and promoter group of Sintercom India Limited (“**Company**”) have entered into an option agreement dated February 4, 2021 (“**Agreement**”) whereby BRN has agreed not to transfer any of its shares in the Company until 31 May 2023 (or such extended period as per the terms of the Agreement), except (a) to Miba pursuant to the exercise of a call option, in accordance with the terms of the Agreement), or (b) with the prior written consent of Miba.

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For **BRN INDUSTRIES LIMITED**



Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 05th Feb, 2021