

5 March 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) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations")

This is to inform you that Miba Sinter Holding GmbH & Co KG ("**Miba**"), a member of the promoter and promoter group of Sintercom India Limited ("**Company**"), has subscribed to 13,50,000 (thirteen lakh fifty thousand) equity shares and 19,75,000 (nineteen lakh seventy-five thousand) unsecured compulsory convertible debentures of the Company on a preferential basis for an aggregate consideration of INR Rs. 22,27,75,000 (Indian Rupees twenty-two crore twenty-seven lakh seventy five thousand).

In view of the above, please find attached the requisite disclosures under Regulation 29(2) of Takeover Regulations.

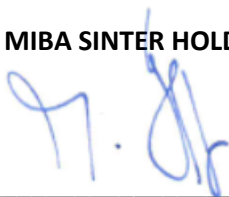
Kindly take the above on record.

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Thanking you

Yours faithfully

For **MIBA SINTER HOLDING GMBH & CO KG**



Markus Hofer
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 ("Company")		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Miba Sinter Holding GmbH & Co KG ("Miba") PACs: While members of the promoter and promoter group of the Company are deemed PACs with Miba, they are not persons acting in concert for the purposes of this acquisition.		
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	49,89,085	20.61 ⁽²⁾	20.61 ⁽²⁾
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking / others)	Please refer to <u>Note (1)</u>	Please refer to <u>Note (1)</u>	Please refer to <u>Note (1)</u>
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)	49,89,085	20.61⁽²⁾	20.61⁽²⁾
Details of acquisition / sale			
a) Shares carrying voting rights acquired / sold	13,50,000	4.19	2.41
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	19,75,000	-	7.17 ⁽³⁾
d) Shares encumbered / invoked / released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	33,25,000	4.19	9.59⁽³⁾
After the acquisition / sale, holding of:			
a) Shares carrying voting rights	63,39,085	24.81	23.03 ⁽³⁾
b) Shares encumbered with the acquirer	Please refer to <u>Note (1)</u>	Please refer to <u>Note (1)</u>	Please refer to <u>Note (1)</u>
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	19,75,000	-	7.17 ⁽³⁾
e) Total (a+b+c+d)	8,314,085	24.81	30.20 ⁽³⁾
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition by Miba by way of preferential allotment of: (a) 13,50,000 equity shares (b) 19,75,000 compulsorily convertible debentures ⁽³⁾		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	3 March 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 25,55,28,220 divided into 2,55,52,822 equity shares of INR 10 each.		
Total diluted share / voting capital of the TC after the said acquisition	INR 27,52,78,220 divided into 2,75,27,822 equity shares of INR 10 each.		

NOTES:

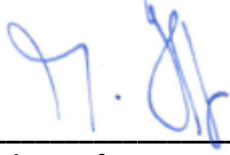
- (1) Miba, BRN Industries Limited (“BRN”), and Mr Jignesh Raval, members of the promoter and promoter group of the Company have entered into a shareholders’ agreement dated 28 January 2021 containing obligations in the nature of encumbrance on each of the parties, as detailed in the disclosure dated February 1, 2021. Additionally, Miba and BRN have also entered into an option agreement dated February 4 February 2021 containing obligations in the nature of encumbrance on BRN, as detailed in the disclosure dated 5 February 2021.
- (2) Calculated basis pre-allotment equity share capital of the Company, i.e. INR 24,20,28,220 divided into 2,42,02,822 equity shares of INR 10 each.
- (3) As per the terms of issue of the CCDs, the CCDs would be converted into equity shares in 2 equal tranches. The first tranche of CCDs comprising of 9,87,500 CCDs (Tranche 1 CCDs) would be compulsorily converted into 9,87,500 equity shares at any time during the period commencing from 1st April 2021 but no later than 31st March 2022, as per terms and conditions of the Tranche 1 CCDs. Upon conversion of the Tranche 1 CCDs (which would be done as per its terms, at a future date), Miba would hold 73,26,585 equity shares amounting to 27.61% of the equity share capital of the Company. The second tranche of CCDs comprising of 9,87,500 CCDs (Tranche 2 CCDs) would be converted into 9,87,500 equity shares at any time during the period commencing from 1st April 2022 but no later than the date falling 18 (eighteen) months from the date of allotment of the CCDs, as per the terms and conditions of the Tranche 2 CCDs. Upon conversion of the Tranche 2 CCDs (which would take place as per its terms, at a future date), Miba would hold 83,14,085 equity shares amounting to 30.20% of the equity share capital of the Company.

(*) 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.

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For **MIBA SINTER HOLDING GMBH & CO KG**



Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 05.03.2021