**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) | | NDR AUTO COMPONENTS LIMITED |
| 2. | Name of the acquirer(s) | | Mr. Pranav Relan |
| 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 | | Yes |
| 4. | Details of the proposed acquisition | | |
| | a. | Name of the person(s) from whom shares are to be acquired | Mr. Rohit Relan |
| | b. | Proposed date of acquisition | On or after 26/05/2022 |
| | c. | Number of shares to be acquired from each person mentioned in 4(a) above | 2,35,553 |
| | d. | Total shares to be acquired as % of share capital of TC | 3.96% |
| | e. | Price at which shares are proposed to be acquired | NIL (Gift) |
| | f. | Rationale, if any, for the proposed transfer | Inter-se transfer between promoters/ Promoter group |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | | 10(1)(a)(i) |
| 6. | If, frequently traded, volume 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. | | NA, as acquisition by way of gift |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | | NA, as acquisition by way of gift |
| 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. | | NA, as acquisition by way of gift |
| 9. | (i) 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with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) | | (i) I confirm that the transferor and the transferee will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) |
| | (ii) The aforesaid disclosures made during previous 3 Years prior to the date of proposed | | (ii) Attached as Annexure I |

Pranav Relan

| | | | | | | |
|---|---|---|---|---|---|---|
| | acquisition to be furnished | | | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | | I confirm that all the conditions specified under regulation 10(1)(a)(i) with respect to exemption have duly complied with. | | | |
| 11. | Shareholding details | | 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 |
| | A | Acquirer(s) | | | | |
| | | - Mr. Pranav Relan | - | - | 235,553 | 3.96 |
| | | PACs (other than sellers) | | | | |
| | | -Mr. Rohit Relan Jointly with Ms. Ritu Relan | 433,868 | 7.30 | 433,868 | 7.30 |
| | | -Ms. Ritu Relan Jointly with Mr. Rohit Relan | 744,646 | 12.52 | 744,646 | 12.52 |
| | | -Mr. Rishabh Relan jointly with Mr. Rohit Relan | 9,233 | 0.16 | 9,233 | 0.16 |
| | | -Mr. Pranav Relan jointly with Mr. Rohit Relan | 9,315 | 0.16 | 9,315 | 0.16 |
| | | - Mr. Ayush Relan jointly with Mr. Rohit Relan | 10,736 | 0.18 | 10,736 | 0.18 |
| | B | Seller (s) | | | | |
| | | - Rohit Relan* | 3,136,307 | 52.74 | 2,430,987 | 40.88 |
| | C | Promoter Group /PAC's (other than acquirer & seller) | 53,037 | 0.89 | 53,037 | 0.89 |
| | | Total (details as per Annexure II) | 43,97,142 | 73.95 | 43,97,142 | 73.95 |

*Mr. Rohit Relan is gifting shares to his sons Mr. Rishabh Relan (235,635 Shares i.e. 3.96% shares), Mr. Pranav Relan (235,553 Shares i.e. 3.96% shares) and Mr. Ayush Relan (234,132 Shares i.e. 3.94% shares) simultaneously hence his pre and post proposed transaction holding is mentioned considering all the transactions together.

**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

Pranav Relan

Pranav Relan
Date: 19/05/2022
Place: New Delhi

Annexure I

**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) | | NDR AUTO COMPONENTS LIMITED |
| 2. | Name of the acquirer(s) | | Mr. Rohit Relan |
| 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 | | Yes |
| 4. | Details of the proposed acquisition | | |
| | a. | Name of the person(s) from whom shares are to be acquired | 1.Mr. Ajay Relan jointly with Ms. Mala Relan<br>2.Ms. Mala Relan Jointly with Mr. Ajay Relan |
| | b. | Proposed date of acquisition | On or after 24/10/2020 |
| | c. | Number of shares to be acquired from each person mentioned in 4(a) above | 1. 22,50,859 Shares<br>2. 5,20,826 Shares |
| | d. | Total shares to be acquired as % of share capital of TC | 46.61% |
| | e. | Price at which shares are proposed to be acquired | NIL (Gift) |
| | f. | Rationale, if any, for the proposed transfer | Inter-se transfer between promoters/ Promoter group |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | | 10(1)(a)(i) |
| 6. | If, frequently traded, volume 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. | | NA, as acquisition by way of gift |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | | NA, as acquisition by way of gift |
| 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. | | NA, as acquisition by way of gift |
| 9. | (i) 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) | | (i) We confirm that the transferor and the transferee with/will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) |

| | | | | | | |
|---|---|---|---|---|---|---|
| | (ii) The aforesaid disclosures made during previous 3 Years prior to the date of proposed acquisition to be furnished | | (ii) Attached as Annexure A | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | | We confirm that all the conditions specified under regulation 10(1)(a)(i) with respect to exemption have duly complied with. | | | |
| 11. | Shareholding details | | 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 |
| | a | Acquirer(s) | | | | |
| | | - Mr. Rohit Relan | 315,850 | 05.31 | 3,087,535 | 51.92 |
| | | PACs (other than sellers) | | | | |
| | | -Mr. Rohit Relan Jointly with Ms. Ritu Relan | 428,818 | 7.21 | 428,818 | 7.21 |
| | | -Ms. Ritu Relan Jointly with Mr. Rohit Relan | 742,520 | 12.49 | 742,520 | 12.49 |
| | | -Mr. Rishabh Relan jointly with Mr. Rohit Relan | 2,933 | 0.05 | 2,933 | 0.05 |
| | | -Mr. Ayush Relan jointly with Mr. Rohit Relan | 4,421 | 0.07 | 4,421 | 0.06 |
| | | -Mr. Pranav Relan jointly with Mr. Rohit Relan | 3,315 | 0.06 | 3,315 | 0.06 |
| | b | Seller (s) | | | | |
| | | - Mr. Ajay Relan jointly with Ms. Mala Relan | 22,50,859 | 37.85 | - | - |
| | | -Ms. Mala Relan Jointly with Mr. Ajay Relan | 5,20,826 | 8.76 | - | - |
| | c | Promoter Group /PAC's (other than acquirer & seller) | 83,037 | 1.40 | 83,037 | 1.40 |
| | | Total (details as per Annexure B) | 43,52,579 | 73.20 | 43,52,579 | 73.20 |

**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.

Mr. Rohit Relan
Date: 19/10/2020
Place: New Delhi

ANNEXURE-A

**Disclosures under Regulation10(5) Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Share s and Takeovers) Regulations, 2011**

| | | | |
|---|---|---|---|
| 1. | Name of the Target Company (TC) | | NDR Auto Components Limited |
| 2. | Name of the acquirer(s) | | Ajay Relan jointly with Mala Relan |
| 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 | | YES |
| 4. | Details of the proposed acquisition | | |
| | a. | Name of the person(s) from whom shares are to be acquired | Aashim Relan jointly with Ajay Relan |
| | b. | Proposed date of acquisition | On or after 15th September, 2020 |
| | c. | Number of shares to be acquired from each person mentioned in 4(a) above | 304,440 equity shares |
| | d. | Total shares to be acquired as % of share capital of TC | 5.12% |
| | e. | Price at which shares are proposed to be acquired | NIL (Gift) |
| | f. | Rationale, if any, for the proposed transfer | Inter-se transfer between promoters/ promoters group |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | | 10(1)(a)(i) |
| 6. | If, frequently traded, volume 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. | | The trading in the equity shares of the Company on BSE and NSE commenced w.e.f. July 30, 2020. Therefore the equity shares are not frequently traded in accordance with the definition of "frequently traded shares" under regulation2(1)(j) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 |
| 7. | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | | Rs. 255.50<br>(as per the Valuation Report dated 7th September, 2020 obtained from Sourabh Garg, Registered Valuer [SFA]) |
| 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. | | N.A, since transfer is by way of gift |
| 9. | i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)<br>ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be | | Yes. Please refer Annexure A. |

| | | | | | | |
|---|---|---|---|---|---|---|
| | furnished. | | | | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | | Please refer Annexure B. | | | |
| 11. | Shareholding details | | 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 |
| | a. | Acquirer(s) & PAC's (Other than sellers)<br>- Acquirer: Shri Ajay Relan Jt. Mala Relan<br>- | 1,927,219 | 32.41 | 2,231,659 | 37.53 |
| | b. | Seller (s)<br>- Aashim Relan Jt. Ajay Relan | 304,440 | 5.12 | - | - |
| | c. | Promoter Group / PAC's (Other than acquirer & seller) | 21,20,920 | 35.67 | 21,20,920 | 35.67 |
| | | **Total (Refer Annexure C)** | **43,52,579** | **73.20** | **43,52,579** | **73.20** |

Please take the above information on record.

Yours faithfully

**Ajay Relan**

**8th September, 2020**
**New Delhi**

**Annexure A**

**September 08, 2020**

| | |
|---|---|
| **To,**<br>**Sr. General Manager**<br>**Listing Operations Department**<br>**BSE Limited**<br>**P.J. Towers, Dalal Street**<br>**Mumbai - 400 001** | **To,**<br>**National Stock Exchange of India Limited**<br>**Exchange Plaza**<br>**Bandra Kurla Complex**<br>**Bandra (East**<br>**Mumbai - 400 051** |

**Sub: Disclosures under Regulation 10(5) - Intimation to Stock Exchanges**

Dear Sir/Madam,

We have complied with / will comply with applicable disclosure requirements in Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking You.

Yours Sincerely,

AJAY RELAN Digitally signed by AJAY RELAN Date: 2020.09.08 16:37:01 +05'30'

**Ajay Relan**

**Annexure B**

**September 08, 2020**

| | |
|---|---|
| **To,**<br>**Sr. General Manager**<br>**Listing Operations Department**<br>**BSE Limited**<br>**P.J. Towers, Dalal Street**<br>**Mumbai - 400 001** | **To,**<br>**National Stock Exchange of India Limited**<br>**Exchange Plaza**<br>**Bandra Kurla Complex**<br>**Bandra (East)**<br>**Mumbai - 400 051** |

**Sub: Disclosures under Regulation 10(5) - Intimation to Stock Exchanges**

Dear Sir / Madam,

We confirm that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.

Thanking You.

Yours Sincerely,

**Ajay Relan**

**Annexure C**

| Name | Share | % | Share | % | Share | % |
|---|---|---|---|---|---|---|
| | Pre Transaction | | Gift | | Post Transaction | |
| | | | | | | |
| AJAY RELAN (HUF) | 19,200 | 0.32 | | | 19,200 | 0.32 |
| Ajay Relan | 19,27,219 | 32.41 | 3,04,440 | 5.12 | 22,31,659 | 37.53 |
| AYUSH RELAN | 4,421 | 0.07 | | | 4,421 | 0.0700 |
| INDIRA CHOWDHRY | 53,037 | 0.89 | | | 53,037 | 0.89 |
| MALA RELAN | 520826 | 8.76 | | | 5,20,826 | 8.76 |
| NARINDER DEV RELAN (HUF) | 30,000 | 0.5 | | | 30,000 | 0.5 |
| PRANAV RELAN | 3,315 | 0.06 | | | 3,315 | 0.06 |
| RISHABH RELAN | 2,933 | 0.05 | | | 2,933 | 0.05 |
| Aashim Relan | 3,04,440 | 5.12 | -3,04,440 | -5.12 | 0 | 0 |
| RITU RELAN | 742520 | 12.49 | | | 7,42,520 | 12.49 |
| ROHIT RELAN (HUF) | 44,400 | 0.75 | | | 44,400 | 0.75 |
| ROHIT RELAN | 700268 | 11.78 | | | 7,00,268 | 11.78 |
| TOTAL | 43,52,579 | 73.20 | 0 | 0.00 | 43,52,579 | 73.20 |

ANNXURE-B

| S.No. | Name of Promoter | Pre Transaction | | Gifting | | Post Transaction | |
|---|---|---|---|---|---|---|---|
| | | No. of Shares | Percentage | No. of Shares | Percentage | No. of Shares | Percentage |
| 1 | Mr. Rohit Relan | 3,15,850 | 5.31 | 27,71,685 | 46.61 | 30,87,535 | 51.92 |
| 2 | Mr. Rohit Relan Jointly with Ms. Ritu Relan | 4,28,818 | 7.21 | - | 0.00 | 4,28,818 | 7.21 |
| 3 | Ms. Ritu Relan Jointly with Mr. Rohit Relan | 7,42,520 | 12.49 | - | - | 7,42,520 | 12.49 |
| 4 | Mr. Ajay Relan jointly with Ms. Mala Relan | 22,50,859 | 37.85 | -22,50,859 | -37.85 | - | - |
| 5 | Ms. Mala Relan Jointly with Mr. Ajay Relan | 5,20,826 | 8.76 | -5,20,826 | -8.76 | - | - |
| 6 | Mr. Rishabh Relan Jointly with Mr. Rohit Relan | 2,933 | 0.05 | - | - | 2,933 | 0.05 |
| 7 | Mr. Ayush Relan Jointly with Mr. Rohit Relan | 4,421 | 0.07 | - | - | 4,421 | 0.07 |
| 8 | Mr. Pranav RelanJointly with Mr. Rohit Relan | 3,315 | 0.06 | - | - | 3,315 | 0.06 |
| 9 | NARINDER DEV RELAN (HUF) | 30,000 | 0.50 | - | - | 30,000 | 0.50 |
| 10 | Indira Chowdhry | 53,037 | 0.89 | - | - | 53,037 | 0.89 |
| | **TOTAL** | **43,52,579** | **73.20** | **0.00** | **0.00** | **43,52,579** | **73.20** |

ANNEXURE II

| S No. | Name of the Promoter | Pre-transaction | | Gifting | | Post-transaction | |
|---|---|---|---|---|---|---|---|
| | | No. of Shares | Percentage | No. of Shares | Percentage | No. of Shares | Percentage |
| 1 | Mr. Rohit Relan | 28,64,857 | 48.18% | (705,320) | (11.86%) | 21,59,537 | 36.31% |
| 2 | Mr. Rohit Relan jt. Ms. Ritu Relan | 4,18,818 | 7.04% | - | - | 4,18,818 | 7.04% |
| 3 | Mr. Rohit Relan | 2,71,450 | 4.57% | - | - | 2,71,450 | 4.57% |
| 4 | Mr. Rohit Relan jt. Ms. Ritu Relan | 15,050 | 0.25% | - | - | 15,050 | 0.25% |
| 5 | Ms. Ritu Relan jt. Mr. Rohit Relan | 7,32,520 | 12.32% | - | - | 7,32,520 | 12.32% |
| 6 | Ms. Ritu Relan jt. Mr. Rohit Relan | 12,126 | 0.20% | - | - | 12,126 | 0.20% |
| 7 | Mr. Rishabh Relan jt. Mr. Rohit Relan | 9,233 | 0.16% | - | - | 9,233 | 0.16% |
| 8 | Mr. Pranav Relan jt. Mr. Rohit Relan | 9,315 | 0.16% | - | - | 9,315 | 0.16% |
| 9 | Mr. Ayush Relan jt. Mr. Rohit Relan | 10,736 | 0.18% | - | - | 10,736 | 0.18% |
| 10 | Mr. Rishabh Relan | - | - | 2,35,635 | 3.96% | 2,35,635 | 3.96% |
| 11 | Mr. Pranav Relan | - | - | 2,35,553 | 3.96% | 2,35,553 | 3.96% |
| 12 | Mr. Ayush Relan | - | - | 2,34,132 | 3.94% | 2,34,132 | 3.94% |
| 13 | Ms. Indira Choudhary jt. Ms. Alka Kakkar | 53,037 | 0.89% | - | - | 53,037 | 0.89% |
| | **Total** | **43,97,142** | **73.95%** | **0** | **0** | **43,97,142** | **73.95%** |

Pranav Relan