

7 December 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

Dear Sir,

Sub.: Disclosure in terms of Regulation 10(5) 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 ("**Acquirer**") proposes to acquire 1,00,000 equity shares (representing 0.39% of the equity share capital) of Sintercom India Limited ("**Target Company**") from BRN Industries Limited ("**Seller**") pursuant to a share purchase agreement executed between the Acquirer and the Seller. Both the Acquirer and the Seller are members of the promoter and promoter group of the Target Company.

In this regard, please find enclosed the requisite disclosure under Regulation 10(5) of the Takeover Regulations.

Kindly acknowledge receipt.

[signature page follows]

Yours faithfully,

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



Authorised Signatory

Name: **MARKUS HOFER**
Designation: **CTO Miba AG**



BERND BADUREK
GM Sinter Group

Disclosure under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

1.	Name of the Target Company (TC)	Sintercom India Limited (“ Target Company ”)
2.	Name of the acquirer(s)	Miba Sinter Holding GmbH & Co KG (“ Acquirer ”)
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	The Acquirer is a member of the promoter and promoter group of the Target Company.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	BRN Industries Limited (“ Seller ”)
	b. Proposed date of acquisition	On or after 14 December 2021
	c. Number of shares to be acquired from each person mentioned in 4(a) above	1,00,000 equity shares
	d. Total shares to be acquired as % of share capital of TC	0.39%
	e. Price at which shares are proposed to be acquired	At an amount equivalent to the volume weighted average price of the Target Company for a period of 100 days prior to the completion of the conditions precedent specified in the share purchase agreement executed between the Acquirer and Seller. However, the price shall not exceed the limits prescribed in the proviso to Regulation 10(1)(a) of the Takeover Regulations.
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares between members of the promoter and promoter group of the Target Company pursuant to a share purchase agreement between the Acquirer and the Seller.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Under sub-clause (ii) of Regulation 10(1)(a)
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	INR 86.85

	the TC are recorded during such period.				
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable			
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.	The Acquirer hereby confirms that the acquisition price would not be higher by more than 25% of the price computed in point 6 above.			
9.	<p>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)</p> <p>ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p>	<p>i. The Acquirer confirms that the transferor and the transferee have complied (during 3 years prior to the date of proposed acquisition)/ will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997).</p> <p>ii. The details are provided as an Annexure and the copies of such disclosures are enclosed.</p>			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The Acquirer confirms that all the conditions specified under Regulation 10(1)(a) with respect to the exemption have been 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) and PACs (other than sellers) (*)				
	Acquirer ⁽¹⁾	63,39,085	24.81	64,39,085	25.20
b	Seller(s)				
	Seller	95,52,700	37.38	94,52,700	36.99

Notes:

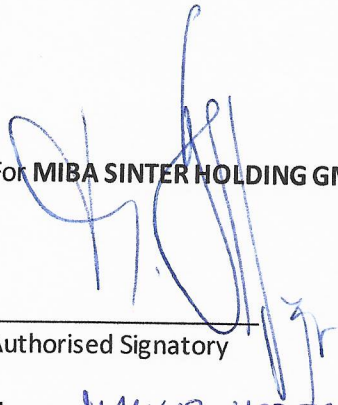
(1) While members of the promoter and promoter group of the Target Company are deemed PACs with the Acquirer, they are not persons acting in concert for the purposes of this acquisition.

(*) 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.

[signature page follows]

For MIBA SINTER HOLDING GMBH & CO KG



Authorised Signatory

Name: MARKUS HOFER
Designation: CFO Miba AG



BERND BADUREK
GM Sinter Group

Date: 07.12.2021
Place: Laakirchen, Austria

ANNEXURE

Entity making disclosure	Date	Regulation Number	Submitted to	Reasons (if applicable)
Miba Sinter Holding GmbH & Co KG AG (“Miba”)	4 April 2019	30(1) and 30(2)	National Stock Exchange of India Ltd. Sintercom India Limited	Continual disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”).
	20 May 2020			
	12 April 2021			
	1 February 2021	29(2) read with 29(4)		Disclosure under Regulation 29(2) of Takeover Regulations pursuant to execution of a shareholders’ agreement containing obligations in the nature of ‘encumbrance’ in favour of Miba.
	5 February 2021	29(2) read with 29(4)		Disclosure under Regulation 29(2) of Takeover Regulations pursuant to execution of an option agreement in relation to the shares of the Target Company containing obligations in the nature of ‘encumbrance’ in favour of Miba.
	5 March 2021	29(2)		Disclosure under Regulation 29(2) of Takeover Regulations pursuant to subscription of 13,50,000 equity shares and 19,75,000 unsecured compulsory convertible debentures of the Target Company on a preferential basis.
	1 February 2021	31		Disclosure under Regulation 31 of Takeover Regulations pursuant to execution of a shareholders’ agreement containing obligations in the nature of ‘encumbrance’.
BRN Industries Limited (“BRN”)	4 April 2019	30(1) and 30(2)	National Stock Exchange of India Ltd. Sintercom India Limited	Continual disclosures under Regulation 30(1) and 30(2) of the Takeover Regulations.
	20 May 2020			
	6 April 2021			
	1 February 2021	29(2) read with 29(4)		Disclosure under Regulation 29(2) of Takeover Regulations pursuant to execution of a shareholders’ agreement containing obligations in the nature of ‘encumbrance’ in favour of BRN.
	1 February 2021	31		Disclosure under Regulation 31 of Takeover Regulations pursuant to execution of a shareholders’ agreement containing obligations in the nature of ‘encumbrance’.
	5 February 2021	31		Disclosure under Regulation 31 of Takeover Regulations pursuant to execution of an option agreement in relation to the shares of the Target Company containing obligations in the nature of ‘encumbrance’.



04th April, 2019

To,
The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E) Mumbai 400 051, India

**Subject: Disclosure in Compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011
in respect of Sintercom India Limited**

Dear Sir,

Please find enclosed herewith disclosure in compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011 as on 31st March, 2019 of promoter Shareholding together with person acting in concert in the Company.

This disclosure is being submitted on behalf of all the promoters and person acting in concert of the Company in compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011.

Please take the note of the same and acknowledge the receipts.

Thanking you

Yours faithfully

For and on behalf of
MIBA Sinter holding GmbH and Co KG

A handwritten signature in blue ink, appearing to be "H. Neubert", written over a faint blue line.

Harald Neubert

CC:

Sintercom India Limited
GAT No. 127, At Post Mangurl,
Maval, Talegaon Dhabade,
Pune- 410507, Maharashtra

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
OR			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	MIBA Sinter holding GmbH and Co KG		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	49,89,085	20.61	NIL
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NIL	NIL	NIL
d) Convertible Securities	NIL	NIL	NIL
e) Any other instrument that would entitle the holder to receive shares in the TC.	NIL	NIL	NIL
Total	49,89,085	20.61	NIL

For MIBA Sinter holding GmbH and Co KG

Signature of the Authorized Signatory

Place: Austria

Date: 4.4.2019



Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.



20th May, 2020

To,
The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E) Mumbai 400 051, India

**Subject: Disclosure in Compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011
in respect of Sintercom India Limited**

Dear Sir,

Please find enclosed herewith disclosure in compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011 as on 31st March, 2020 of promoter Shareholding together with person acting in concert in the Company.

This disclosure is being submitted on behalf of all the promoters and person acting in concert of the Company in compliance with Regulation 30(2) of SEBI (SAST) Regulations, 2011.

Please take the note of the same and acknowledge the receipts.

Thanking you

Yours faithfully

**For and on behalf of
MIBA Sinter holding GmbH and Co KG**

A handwritten signature in black ink, appearing to read "Harald Neubert", with a stylized flourish at the end.

Harald Neubert

CC:

Sintercom India Limited
GAT No. 127, At Post Mangurl,
Maval, Talegaon Dhabade,
Pune- 410507, Maharashtra

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited-Emerge Platform		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	---		
OR			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	MIBA Sinter holding Gmbh and Co KG		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	49,89,085	20.61	NIL
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NIL	NIL	NIL
d) Convertible Securities	NIL	NIL	NIL
e) Any other instrument that would entitle the holder to receive shares in the TC.	NIL	NIL	NIL
Total	49,89,085	20.61	NIL

For MIBA Sinter holding Gmbh and Co KG



Signature of the Authorized Signatory

Place: Austria

Date: 20.5.2020

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.



Miba Sinter Holding GmbH & Co KG, Dr.-Mitterbauer-Str. 3, 4663 Laakirchen, Austria

The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E) Mumbai 400 051, India

Laakirchen, April 12th 2021

Subject: Disclosure in Compliance with Regulations 30(2) and 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations") in respect of Sintercom India Limited ("Company")

Dear Sir,

Please find enclosed herewith disclosure in compliance with Regulation 30(2) of SEBI (SAST) Regulations detailing the shareholding of Miba Sinter Holding GmbH & Co KG ("**Miba**") in the Company together with person acting in concert with Miba as on 31st March, 2021.

Further, pursuant to Regulation 31(4) of the SEBI (SAST) Regulations, we hereby declare that neither Miba nor any persons acting in concert with Miba have made any encumbrance, directly or indirectly over the shares of the Company, other than those already disclosed during the financial year ended on 31st March 2021.

Please take the note of the same and acknowledge the receipts.

Thanking you

Yours faithfully

For and on behalf of
Miba Sinter Holding GmbH & Co KG


Markus Hofer

CC:

Sintercom India Limited
GAT No. 127, At Post Mangurl,
Maval, Talegaon Dhabade,
Pune- 410507, Maharashtra

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	-----		
OR			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	MIBA Sinter Holding GmbH & Co KG		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	63,39,085	24.81	23.03 ⁽²⁾
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NIL	NIL	NIL
d) Convertible Securities	19,75,000	-	7.17 ⁽²⁾
e) Any other instrument that would entitle the holder to receive shares in the TC.	NIL	NIL	NIL
Total	8,314,085	24.81	30.20⁽²⁾

For Miba Sinter Holding GmbH and Co KG

Signature of the Authorised Signatory

Place: Austria

Date: 12. April 2021



Miba Sinter Holding
GmbH & Co KG
Dr.-Mitterbauer-Str. 3
A-4663 Laakirchen
AUSTRIA



Notes:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
2. 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.

(*) 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.

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, Miba Sinter Holding GmbH & Co KG ("**Miba**"), BRN Industries Limited ("**BRN**"), and Mr Jignesh Vasant Rai Raval 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 Miba under Regulation 29(2) read with Regulation 29(4) of Takeover Regulations.

Kindly take the above on record.

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		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	Miba Sinter Holding GmbH & Co KG (“Miba”) 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	49,89,085	20.61	20.61
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)	49,89,085	20.61	20.61
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	10,685,735	44.15	44.15
e) Total (a+b+c+/-d)	10,685,735	44.15	44.15
After the acquisition / sale, holding of:			
a) Shares carrying voting rights	49,89,085	20.61	20.61
b) Shares encumbered with the acquirer	10,685,735	44.15	44.15
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: Miba Sinter Holding GmbH & Co KG (“**Miba**”), BRN Industries Limited (“**BRN**”), 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 (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 **MIBA SINTER HOLDING GMBH & CO KG**



Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 01.02.2021

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 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, Miba Sinter Holding GmbH & Co KG ("**Miba**") and BRN Industries Limited have entered into an option agreement dated February 4, 2021 in relation to shares of 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 Miba under Regulation 29(2) read with Regulation 29(4) of Takeover Regulations.

Kindly take the above on record.

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		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	Miba Sinter Holding GmbH & Co KG (“Miba”) 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	49,89,085	20.61	20.61
b) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking / others)	10,685,735	44.15	44.15
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)	15,674,820	64.76	64.76
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	95,52,700	39.47	39.47
e) Total (a+b+c+/-d)	95,52,700	39.47	39.47
After the acquisition / sale, holding of:			
a) Shares carrying voting rights	49,89,085	20.61	20.61
b) Shares encumbered with the acquirer	10,685,735	44.15	44.15
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	February 4, 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: Miba Sinter Holding GmbH & Co KG (“**Miba**”) and BRN Industries Limited (“**BRN**”) 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 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 Vasant Rai Raval, members of the promoter and promoter group of the Company, as detailed in the disclosure by Miba dated February 1, 2021.

(*) 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 **MIBA SINTER HOLDING GMBH & CO KG**



Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 05.02.2021

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.

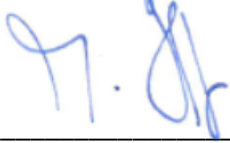
Kindly take the above on record.

[Signature page follows]

Thanking you

Yours faithfully

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

A handwritten signature in blue ink, appearing to be 'M. Hofer', written over a horizontal line.

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	<p>Acquirer: Miba Sinter Holding GmbH & Co KG (“Miba”)</p> <p>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.</p>		
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:

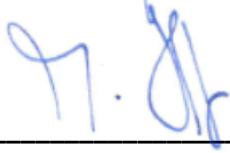
- (1) Miba, BRN Industries Limited (“**BRN**”), and Mr Jignesh Raval, members of the promoter and promoter group of the Company have entered into a shareholders’ agreement dated 28 January 2021 containing obligations in the nature of encumbrance on each of the parties, as detailed in the disclosure dated 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.

[signature page follows]

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

A handwritten signature in blue ink, appearing to be 'M. Hofer', is written above a horizontal line.

Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 05.03.2021

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 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, Miba Sinter Holding GmbH & Co KG ("**Miba**"), BRN Industries Limited, and Mr Jignesh Vasant Rai Raval 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).

Accordingly, the enclosed disclosure is being made by Miba 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 **MIBA SINTER HOLDING GMBH & CO KG**



Markus Hofer
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

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	2,00,000	0.83	-	-	-	-	49,89,085	20.61	-	51,89,085	21.44

Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”), BRN Industries Limited (“**BRN**”), and Mr Jignesh Vasant Rai (“**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, Miba has agreed not to dilute till 31 May 2023, its 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, Miba has a right to transfer its shareholding in the Company to any of its group companies, 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.

*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.

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

A handwritten signature in black ink, appearing to be "M. Hofer", written over a horizontal line.

Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 01.02.2021

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	MIBA SINTER HOLDING GMBH & CO KG
Total promoter shareholding in the listed company	No. of shares: 1,58,76,822 % of total share capital: 65.60%
Encumbered shares as a % of promoter shareholding	31.42%
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 (Date of creation of encumbrance: January 28, 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. Please refer to the Note below.
No. and % of shares encumbered		No. of shares: 49,89,085 % of total share capital: 20.61%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Please refer to 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
	Names of all other entities in the agreement	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: 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. Please refer to the Note below.
	Amount involved (against which shares have been encumbered) (B)	Not applicable. Please refer to the Note below.
	Ratio of A / B	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.
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Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”), BRN Industries Limited (“**BRN**”), and Mr Jignesh Vasant Rai (“**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, Miba has agreed not to dilute till 31 May 2023, its 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, Miba has a right to transfer its shareholding in the Company to any of its group companies, 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.

As the SHA contains non-disposal obligations on all the parties (which are disclosed in their respective disclosures), the shares that are subject to the non-disposal undertaking aggregates to 64.76% of the total share capital of the Company.



FKH7M55UYE

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

A handwritten signature in black ink, appearing to be "M. Hofer", written over a horizontal line.

Markus Hofer
Authorised Signatory

Place: Laakirchen

Date: 01.02.2021

FKH7M55UYE

BRN Industries Limited

Incorporated in the Republic of Mauritius under the Companies Act, 2001
Registered office: Suite 201/ 2 A, 2nd Floor, 1CyberCity, Ebene, Mauritius
Tel: 230 460 0371/460 0372 | Fax: 230 489 3277

04th April, 2019

To,
The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E) Mumbai 400 051, India

Subject: Disclosure in Compliance with Regulation 30(1) and 30(2) of SEBI (SAST) Regulations, 2011 in respect of Sintercom India Limited

Dear Sir,

Please find enclosed herewith disclosure in compliance with Regulation 30(1) and 30(2) of SEBI (SAST) Regulations, 2011 as on 31st March, 2019.

Please take the note of the same and acknowledge the receipts.

Thanking you
Yours faithfully

For and on behalf of
BRN Industries Limited



Jignesh Raval

CC:
Sintercom India Limited
GAT No. 127, At Post Mangurl,
Maval, Talegaon Dhabade,
Pune- 410507, Maharashtra

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	Emerge Platform of National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	OR		
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	BRN Industries Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	95,52,700	39.47%	NIL
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NIL	NIL	NIL
d) Convertible Securities	NIL	NIL	NIL
e) Any other instrument that would entitle the holder to receive shares in the TC.	NIL	NIL	NIL
Total	95,52,700	39.47%	NIL

For BRN Industries Limited

JVRaval

Jignesh Raval
Authorised Signatory
 Place: Pune
 Date: 04th April, 2019



Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

BRN Industries Limited

Incorporated in the Republic of Mauritius under the Companies Act, 2001
Registered office: Suite 201/ 2 A, 2nd Floor, 1CyberCity, Ebene, Mauritius
Tel: 230 460 0371/460 0372 | Fax: 230 489 3277

20th May, 2020

To,
The Manager- Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra- Kurla Complex,
Bandra (E) Mumbai 400 051, India

Subject: Disclosure in Compliance with Regulation 30(1) and 30(2) of SEBI (SAST) Regulations, 2011 in respect of Sintercom India Limited

Dear Sir,

Please find enclosed herewith disclosure in compliance with Regulation 30(1) and 30(2) of SEBI (SAST) Regulations, 2011 as on 31st March, 2020.

Please take the note of the same and acknowledge the receipts.

Thanking you
Yours faithfully

**For and on behalf of
BRN Industries Limited**



Jignesh Raval

CC:
Sintercom India Limited
GAT No. 127, At Post Mangurl,
Maval, Talegaon Dhabade,
Pune- 410507, Maharashtra

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	Emerge Platform of National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	OR		
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	BRN Industries Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	95,52,700	39.47%	NIL
b) Voting Rights (otherwise than by shares)	NIL	NIL	NIL
c) Warrants,	NIL	NIL	NIL
d) Convertible Securities	NIL	NIL	NIL
e) Any other instrument that would entitle the holder to receive shares in the TC.	NIL	NIL	NIL
Total	95,52,700	39.47%	NIL

For BRN Industries Limited



Jignesh Raval
Authorised Signatory

Place:

Date: 20-05-2020

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

BRN Industries Limited

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

April 6, 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 30 (1) and Regulation 30 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations") in respect of Sintercom India Limited


Please find enclosed herewith disclosure made by BRN Industries Limited under Regulation 30(1) and Regulation 30 (2) of Takeover Regulations as on 31st March, 2021.

Kindly take the above on record.

Thanking you

Yours faithfully

For **BRN INDUSTRIES LIMITED**



Mr. Hari Nair
Authorised Signatory

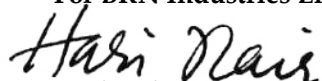
Encl: as above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Sintercom India Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	OR		
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	BRN Industries Limited		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on March 31 st of the year, holding of:			
a) Shares	95,52,700	37.38%	37.38%
b) Voting Rights (otherwise than by shares)	-	-	-
c) Warrants,	-	-	-
d) Convertible Securities	-	-	-
e) Any other instrument that would entitle the holder to receive shares in the TC.	-	-	-
Total	95,52,700	37.38%	37.38%

For BRN Industries Limited



Hari Nair

Authorised Signatory

Place: Chicago

Date: 06th April, 2021

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) 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.

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).

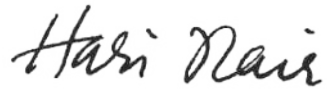
As such arrangements may be considered in the nature of an encumbrance under Regulation 28(3) of the Takeover Regulations, the enclosed disclosure is being made by BRN under Regulation 29(2) read with Regulation 29(4) of Takeover Regulations.

Kindly take the above on record.

Thanking you

Yours faithfully

For **BRN INDUSTRIES LIMITED**

A handwritten signature in cursive script that reads "Hari Nair".

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.		

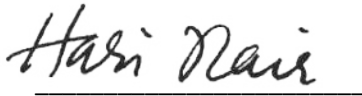
Note: BRN Industries Limited (“BRN”), Miba Sinter Holding GmbH & Co KG (“Miba”), and Mr. Jignesh Vasant Rai (“JVR”), members of the promoter and promoter group of Sintercom India Limited (“Company”) have entered into a shareholders’ agreement dated January 28, 2021 (“SHA”). Pursuant to the SHA, each 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 cursive script that reads "Hari Nair". The signature is written in black ink and is positioned above a horizontal line.

Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 01-02-2021

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 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**"), 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).

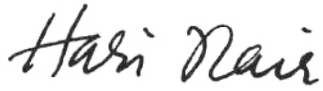
Accordingly, the enclosed disclosure is being made by BRN under Regulation 31 of Takeover Regulations read with Securities and Exchange Board of India's circulars dated August 5, 2015, bearing reference no. CIR/CFD/POLICYCELL/3/2015 and August 7, 2019, bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 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 that reads "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

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	2,00,000	0.83	-	-	-	-	95,52,700	39.47	-	97,52,700	40.30

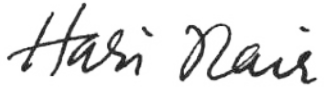
Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”), BRN Industries Limited (“**BRN**”), and Mr. Jignesh Vasantraai Raval (“**JVR**”), members of the promoter and promoter group of Sintercom India Limited (“**Company**”) have entered into a shareholders’ agreement dated January 28, 2021 (“**SHA**”). Pursuant to the SHA, BRN has agreed not to dilute its 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, BRN has a right to transfer its shareholding in the Company to any of its group companies, 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.

*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.

For **BRN INDUSTRIES LIMITED**

A handwritten signature in black ink that reads "Hari Nair". The signature is written in a cursive, flowing style.

Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 01-02-2021

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 (Date of creation of encumbrance: January 28, 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. Please refer to the Note below.
No. and % of shares encumbered		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)	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
	Names of all other entities in the agreement	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: 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. Please refer to the Note below.
	Amount involved (against which shares have been encumbered) (B)	Not applicable. Please refer to the Note below.
	Ratio of A / B	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.
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Note: Miba Sinter Holding GmbH & Co KG (“**Miba**”), BRN Industries Limited (“**BRN**”), and Mr Jignesh Vasant Rai (“**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, BRN has agreed not to dilute its 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, BRN has a right to transfer its shareholding in the Company to any of its group companies, 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.

As the SHA contains non-disposal obligations on all the parties (which are disclosed in their respective disclosures), the shares that are subject to the non-disposal undertaking aggregates to 64.76% of the total share capital of the Company.

For **BRN INDUSTRIES LIMITED**



Mr. Hari Nair
 Authorised Signatory

Place: Chicago, USA

Date: 01-02-2021

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.

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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).

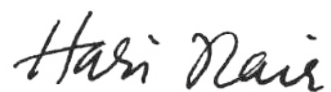
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Kindly take the above on record.

Thanking you

Yours faithfully

For **BRN INDUSTRIES LIMITED**

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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

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 Vasant Rai Raval, members of the promoter and promoter group of the Company, as detailed in the disclosure made by BRN dated February 1, 2021.

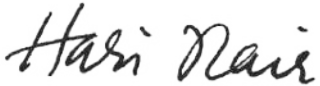
*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** 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 Vasant Rai 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**



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.

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 Vasant Rai, members of the promoter and promoter group of the Company, as detailed in the disclosure made by BRN dated February 1, 2021.

For **BRN INDUSTRIES LIMITED**



Mr. Hari Nair
Authorised Signatory

Place: Chicago, USA

Date: 05th Feb, 2021