

ROHIT RELAN FAMILY TRUST

25, Sardar Patel Marg, Chanakyapuri, New Delhi - 110021

Phone: +91 9810031505 Email: rohit@rrelan.com

20th September, 2025

National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E) Mumbai – 400051, India Symbol: BHARATSE ISIN: INE415D01024	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001, India Scrip Code: 523229 ISIN: INE415D01024	The Compliance Officer Bharat Seats Limited 1, Nelson Mandela Road, Vasant Kunj New Delhi 110070
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Subject: Disclosure 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

Dear Sir/Madam,

Pursuant to Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SAST Regulations**”), this is to inform you that we, Rohit Relan Family Trust (“**Acquirer**”) propose to acquire the following shares on or after 26th September, 2025:

1. Direct acquisition of **1,02,88,358** (16.38%) equity shares of Rs. 2/- each of Bharat Seats Limited (“**Target Company**”), a Company incorporated on March 06, 1986 under the provisions of the erstwhile Companies Act, 1956, having its registered office at 1, Nelson Mandela Road, Vasant Kunj, South Delhi, New Delhi - 110 070. The equity shares of the Target Company are listed on the BSE Ltd. and National Stock Exchange of India Ltd.
2. Please further note that there is going to be an Indirect acquisition as the **Acquirer** Trust is **proposing to acquire 73.13% equity shares of NDR Auto Components Limited (“NDR Auto”) by way of a direct acquisition and NDR Auto holds 28.66% of equity shares in Target Company. 73.13% equity shares of NDR Auto are held by members of Relan family (i.e. Mr. Rohit Relan, Mrs. Ritu Relan, Mr. Rishabh Relan, Mr. Pranav Relan and Mr. Ayush Relan). A separate disclosure pursuant to Reg 10(5) in this regard, has also been given on 20th September 2025.**

Necessary disclosure in prescribed format is attached and marked as **Annexure-1**

We would like to inform you that our trust has been granted exemption from complying with the requirements of sub-regulation (1) of regulation 3, regulation 4 and regulation 5 of the SAST Regulations,

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2011 with respect to the proposed acquisition of said equity shares is pursuant to the exemption granted by the SEBI vide its exemption order no. WTM/ KCV/ CFD/03/2025-26 dated September 4, 2025 under Regulation 11(5) of SAST Regulations. The copy of the exemption order is enclosed as **Annexure-2**.

Kindly take this disclosure on your record and disseminate.

Yours Faithfully,
Rohit Relan Family Trust

ROHIT Digitally signed
by ROHIT RELAN
RELAN Date: 2025.09.20
09:39:54 +05'30'

Rohit Relan
(Managing Trustee)

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Annexure 1

Disclosure 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)	Bharat Seats Limited (“ Target Company ”)
2.	Name of the acquirer(s)	Rohit Relan Family Trust (“ Acquirer/Transferee ”)
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	<p>No, the Acquirer was not named as a promoter/promoter group. The Acquirer, Rohit Relan Family Trust, is controlled by the members belonging to the promoter and promoter group of the Target Company.</p> <p>The Acquirer shall be forming part of the Promoters of the Target Company. The proposed acquisition by Acquirer will lead to direct acquisition of control of the Target Company. However, there will be no change in control of the Target Company pursuant to the proposed acquisition. The pre-acquisition and post-acquisition shareholding of the Promoters and Promoter Group of the Target Company will remain the same in substance.</p>
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	<ol style="list-style-type: none">1. Rohit Relan2. Rohit Relan (jointly with Ritu Relan)3. Ritu Relan (jointly with Rohit Relan)4. Rishabh Relan (jointly with Jt. Rohit Relan)5. Pranav Relan (jointly with Rohit Relan)6. Ayush Relan (jointly with Rohit Relan) (each a “ Transferor ”)
	b. Proposed date of acquisition	On or after 26 th September, 2025

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	c. Number of shares to be acquired from each person mentioned in 4(a) above	Rohit Relan – 69,94,316 Rohit Relan Jt. Ritu Relan – 6,64,000 Ritu Relan Jt. Rohit Relan – 5,75,000 Rishabh Relan Jt. Rohit Relan – 7,46,000 Pranav Relan Jt. Rohit Relan – 8,66,500 Ayush Relan Jt. Rohit Relan – 4,42,542
	d. Total shares to be acquired as % of share capital of TC	The Acquirer proposes to acquire the following: <u>Direct</u> 1,02,88,358 (i.e. 16.38%) equity shares of the Target Company from each of the Transferors;(Direct acquisition) <u>Indirect</u> As the Acquirer Trust is proposing to acquire 73.13% of equity shares of NDR Auto by way of a direct acquisition and NDR Auto holds 28.66% of equity shares in the target Company , there will also be an indirect acquisition of equity shares of Target Company by the Acquirer Trust
	e. Price at which shares are proposed to be acquired	Nil, the proposed transaction is by way of inter-se transfer between Promoter/ Promoter Group and a Trust which is controlled by the members belonging to Promoter and Promoter Group of the Target Company for the benefits of said promoter family and their lineal descendants without any consideration pursuant to the exemption granted by SEBI vide its exemption order no. WTM/ KCV/ CFD/03/2025-26 dated September 4, 2025 However, transferors will execute gift deeds in favour of transferee.

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	f.	Rationale, if any, for the proposed transfer	The proposed inter-se transfer of shares is pursuant to an internal re-organization/ succession planning within the promoter's family for the benefit of said promoter family and their lineal descendants.
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Not applicable since the proposed acquisition of the said equity shares will be pursuant to the exemption order granted by SEBI vide its exemption order no. WTM/ KCV/ CFD/03/2025-26 dated September 4, 2025 under Regulation 11(5) of SAST Regulations.
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.	Not Applicable
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.	Not Applicable since the proposed acquisition is by way of a gift pursuant to exemption granted by SEBI vide its exemption order (enclosed as Annexure-2)
9.		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)	The Transferors have complied and both the Transferors and The Transferee will comply with applicable disclosure requirements in Chapter V of the SEBI SAST Regulations (corresponding provisions of the repealed Takeover Regulations, 1997)
10		Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Not applicable since the proposed acquisition of the said equity shares will be pursuant to the exemption order granted by SEBI vide its exemption order no. WTM/ KCV/ CFD/03/2025-26 dated

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		September 4, 2025 under Regulation 11(5) of the SAST Regulations.			
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)(*)			
		Rohit Relan Family Trust (Acquirer)		-	-
		PAC (excluding sellers)			
		Total		Nil	Nil
	b	Seller (s)			
		Rohit Relan		69,94,316	11.14
		Rohit Relan Jt. Ritu Relan		6,64,000	1.05
		Ritu Relan Jt. Rohit Relan		5,75,000	0.92
		Rishabh Relan Jt. Rohit Relan		7,46,000	1.19
		Pranav Relan Jt. Rohit Relan		8,66,500	1.38
		Ayush Relan Jt. Rohit Relan		4,42,542	0.70
		Total		1,02,88,358	16.38

Note:

(*) Shareholding of each entity may be shown separately and then collectively in a group.

On Behalf of Rohit Relan Family Trust

Acquirer

ROHIT Digitally signed by ROHIT RELAN
RELAN Date: 2025.09.20 09:40:15 +05'30'

Rohit Relan

(Managing Trustee)