Geared for life

BHARAT GEARS LIMITED
Regd. Office & Works :
20 K.M. Mathura Road, P.O. Box 328
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA
Tel. : +91 (129) 4288888, E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

April 10, 2026

The Manager
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
PJ Towers, Dalal Street,
Fort, Mumbai – 400 001.

The Manager (Listing)
The National Stock Exchange of India Limited
Exchange Plaza, 5 Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai- 400051

The Chairman,
Audit Committee
Bharat Gears Limited
20 K.M. Mathura Road,
P.O. Box – 353, P.O. Amar Nagar,
Faridabad – 121 003.

Sub: Disclosure under Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

This clarification is in reference to the disclosure made by Mr. Sameer Kanwar vide e-mail dated 02nd April, 2026, under Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. As per records of the Company, Mr. Sameer Kanwar holds Nil shareholding in the Company as on 31st March, 2026. Pertinently Mr. Sameer Kanwar has disclosed nil shareholding in Bharat Gears Limited vide disclosures made to stock exchanges and the audit committee for the Financial Year 2021 and 2022 under Regulations 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the financial year ended 31st March, 2021 and 31st March, 2022. Further similar disclosures like 02nd April, 2026 were made by Mr. Sameer Kanwar to stock exchanges and the audit committee for the financial year 31st March 2023, 31st March 2024 and 31st March 2025 respectively in respect to which appropriate clarificatons were given to the stock exchanges and the audit committee by emails dated 07th July 2023, 20th June, 2024 and 09th April, 2025, respectively, wherein it was categorically stated that no beneficial interest of Mr. Sameer Kanwar exists in the shares of the company, the copies of these clarifications are already in the records and can be produced as per requirement.

BHARAT GEARS LIMITED FARIDABAD

Regd. Office & Works :
20 K.M. Mathura Road, P.O. Box 328
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA
Tel. : +91 (129) 4288888, E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

Further, as per the latest Shareholding pattern of the Company as on 31st March, 2026, the shareholding of the Promoter group and Public is as under:

PROMOTER/PROMOTER GROUP SHAREHOLDING PATTERN			
S.no	**Name of Shareholder**	**No. of Shares**	**% of Shareholding**
1.	Late Dr. Raunaq Singh	907	0.00
2.	Surinder Paul Kanwar	56,80,989	37.00
3.	Sachit Kanwar	1,000	0.01
4.	Raunaq International Limited (Formerly known as Raunaq EPC International Limited)	2,59,206	1.69
5.	Ultra Consultants Private Limited	21,63,193	14.09
6.	Vibrant Reality Infra Private Limited	2,21,800	1.44
7.	Clip-Lok Simpak (India) Private Limited	1,68,315	1.10
	Total	**84,95,410**	**55.32**
PUBLIC SHAREHOLDING		68,59,648	44.68
	Grand Total	**1,53,55,058**	**100.00**

It may kindly be noted that there has not been any transfer of shares from the Promoter group to Mr. Sameer Kanwar nor is any share transfer application lodged by him since his last disclosures of NIL Shareholding in the Company for the financial year 2021-22 and from the shareholding pattern as on 31st March, 2026 as shown in the table above.

However, the Company has received BEN - 1 form from Mr. Sameer Kanwar claiming beneficial interest in the shares of the Company under Section 89 of the Companies Act, 2013. Further, the Company has taken confirmation from Mr. Surinder Paul Kanwar, Chairman and Managing Director that he has not created any beneficial interest with regard to his shareholding in the company in favour of Mr. Sameer Kanwar either directly or indirectly. The frivolous claim of Mr. Sameer Kanwar is contested by Mr. Surinder Paul Kanwar in the Hon'ble Delhi High Court and the matter is sub-judice. Accordingly, the Company basis, Mr. Sameer kanwar's own disclosure for the FY 2022 to the Stock Exchange and Audit Committee as stated above and Mr. Surinder Paul Kanwar confirmation, has replied to Mr. Sameer Kanwar that the Company cannot consider BEN-1 as the alleged MOFS is sub-judice in the Delhi High Court.

Based on the above, it is clear that Mr. Sameer Kanwar holds no share in the Company and any such claims of Mr. Sameer Kanwar made in the declaration dated 02nd April, 2026 are frivolous and misleading. The necessary clarification of the same has also been shared with the Audit Committee of the Company along with your good office for your records.

BHARAT GEARS LIMITED FARIDABAD

Geared for life

BHARAT GEARS LIMITED

Regd. Office & Works :
20 K.M. Mathura Road, P.O. Box 328
P.O. Amar Nagar, Faridabad - 121003 (Haryana) INDIA
Tel. : +91 (129) 4288888, E-mail : info@bglindia.com
Corporate Identity Number : L29130HR1971PLC034365

The interpretation provided by Mr Sameer Kanwar regarding the order of the Hon'ble court dated 12th March, 2024 is prima facie incorrect, misleading and with malafide intent since he is one of the contesting parties in the suit wherein the order dated 12th March, 2024 came to be passed. The interpretation provided by Mr Sameer Kanwar is a figment of imagination, viz., the scope and purport of the said order. The scope and purport of the order dated 12th March, 2024, is limited to the extent that the business interests of the company are not to be jeopardised and developments, viz., fresh projects to be undertaken, are not hampered. The Hon'ble Court in the order has categorically recorded in Paragraph 5, which is as follows: *"..............The sons and the father are Joint Managing Directors of the Company <u>but the shares belong to the father</u>........."*

In view of the above, it is clear that Mr. Sameer Kanwar holds no share in the Company and any such claims of Mr. Sameer Kanwar made in the declaration dated 02nd April, 2026, are incorrect, frivolous and malafide.

Thanking You,

Yours Faithfully,
For Bharat Gears Limited

BHARAT GEARS LIMITED ★ FARIDABAD ★

Prashant Khattry
Corporate Head Legal and Company Secretary

CC.
Mr. Surinder Paul Kanwar
Chairman and Managing Director

IATF-16949
ISO-9001
ISO-45001
ISO-14001
BUREAU VERITAS Certification

Mumbai Office : 14th Floor Hoechst House, Nariman Point, Mumbai - 400 021 INDIA
Tel.: +91(22) 2283 2370, Fax :+91-(22) 2282 1465, Email: info@bharatgears.com
Mumbra Works : Kausa Shil, Mumbra. Distt. Thane-400 612, (Maharashtra) INDIA
Tel. : +91(22) 2535 2034, 2535 7500, Fax: +91(22) 2535 1651
www.bharatgears.com