

Date-11th June 2026

To,

Dept. of Corporate Services BSE Ltd. P J Towers, Dalal Street, Mumbai – 400001.	Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai 400051.
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Subject: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

We hereby inform you that pursuant to the Composite Scheme of Arrangement involving:

- Anchemco India Private Limited (Formerly known as Andasia Private Limited) (Transferor Company)
- Asia Investments Private Limited (Transferee / Demerged Company)
- Gabriel India Limited (Resulting Company)

as approved under Sections 230–232 of the Companies Act, 2013, the shareholding of promoter and promoter group of Gabriel India Limited (“Target Company” or Resulting Company” as defined above) has undergone a change. The Hon’ble National Company Law Tribunal, Mumbai Bench-I has sanctioned the Scheme vide order dated May 11, 2026 in CP (CAA) No. 36/MB/2026 in CA (CAA) No. 281/MB/2025, and the same has become effective upon filing form INC-28 with the Registrar of Companies on May 22, 2026.

The Scheme, inter alia, provides for:

- Amalgamation of Anchemco India Private Limited (Formerly known as Andasia Private Limited) with Asia Investments Private Limited; and
- Demerger of the Automotive Undertaking or Demerged Undertaking of Asia Investments Private Limited (more specifically defined in the “Scheme of Arrangement”) into Gabriel India Limited.

Pursuant to the Scheme, as a consideration equity shares have been issued by Gabriel India Limited to the shareholders of the Demerged Company in accordance with the approved share exchange ratio as mentioned below:

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Anand Automobile
Partnership Firm
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Hauz Khas, New Delhi-110014, India

“1158 equity shares of ₹1 each for every 1000 equity shares of ₹10 each held in the Demerged Company”

The pre and post scheme shareholding pattern of Gabriel India Limited (Resulting Company) is as under:

Shareholders	Category	Pre-Scheme Shareholding as on March 31, 2026	%	Post-Scheme Shareholding as on allotment	%
Asia Investments Private Limited	Promoter	7,56,17,079	52.64%	7,56,17,079	42.67%
Mrs. Kiran Anand	Promoter	27,45,146	1.91%	27,45,146	1.55%
Mrs. Anjali Singh	Promoter	6,41,942	0.45%	6,41,942	0.36%
Mr. Tejbir Singh	Promoter Group	38,250	0.03%	38,250	0.02%
Anfilco Limited	Promoter Group	—	—	6,63,919	0.37%
Anfilco (on behalf of Anand Automobiles)	Promoter Group	—	—	3,29,22,161	18.58%
Mrs. Anjali Singh (on behalf of Anand Automobiles)	Promoter Group	—	—	1	—
Anfilco Limited* (Trustee for the fractional shares as per the Scheme/Order of the NCLT)	—	—	—	2	—
Promoter and Promoter Group Holding (Total)		7,90,42,417	55.03%	11,26,28,500	63.55%
Public Holding (Total)		6,46,01,523	44.97%	6,46,01,523	36.45%
Total Paid-up Capital		14,36,43,940	100.00%	17,72,30,023	100.00%

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*The fractional entitlement shares shall be allotted to Anfilco Limited, which will hold them in trust. On receipt of trading approval, Anfilco Limited will sell these 2 shares in the open market and proportionate consideration will be transferred to Anand Automobiles.

Pursuant to the Scheme, the promoter shareholding in the Company has increased from 55.03% to 63.55%, primarily on account of the issuance of shares under the court-approved Scheme, including, inter alia, allotment to Anfilco Limited (including holdings on behalf of Anand Automobiles). In view of the above, the transaction has resulted in acquisition of shares and voting rights by promoter group entities, thereby triggering the disclosure requirements under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The prescribed disclosure in the required format is enclosed herewith along with the Copy of Order and Scheme of Arrangement.

Kindly take the above on record.

Anfilco Limited (on behalf of Anand Automobiles (Acquirer 1))


Manish Chadha
Additional Director
DIN: 07195652

Place: New Delhi

Date: 11.06.2026

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Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

Name of the Target Company (TC)	Gabriel India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>1. Anfilco Limited (on behalf of Anand Automobiles) "Acquirer 1"</p> <p>2. Anfilco Limited "Acquirer 2"</p> <p>3. Anjali Singh (on behalf of Anand Automobiles) "Acquirer 3"</p> <p>Shares are being issued pursuant to a Composite Scheme of Arrangement. Since the above acquirers are members of the promoter group of the target company, they are deemed to be persons acting in concert.</p> <p>Further, other existing shareholders (pre-acquisition) of the Target Company deemed to be persons acting in concert, being promoters / members of the promoter group, are:</p> <ol style="list-style-type: none"> 1. Asia Investments Private Limited 2. Kiran Anand 3. Anjali Singh 4. Tejbir Singh <p>Such persons are not being issued shares at this juncture.</p>		
Whether the acquirer belongs to Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<p>1. BSE Limited</p> <p>2. National Stock Exchange of India Limited</p>		
Details of the acquisition 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 acquirer along with PACs of:	The Acquirer does not have any shareholding in the Target Company		
a) Shares carrying voting rights			
1. Acquirers	NIL	NIL	NIL

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2. PAC	NIL	NIL	NIL
Total shares carrying voting rights (NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
Details of acquisition			
a) Shares carrying voting rights acquired	3,35,86,083*	18.95%	18.95%
Acquirer 1	3,29,22,161	18.58%	18.58%
Acquirer 2	6,63,919	0.37%	0.37%
Acquirer 3	1	0.00%	0.00%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	3,35,86,083*	18.95%	18.95%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
1. Acquirer 1	3,29,22,161	18.58%	18.58%
2. Acquirer 2	6,63,919	0.37%	0.37%
3. Acquirer 3	1	0.00%	0.00%
4. PACs	NIL	NIL	NIL
Total Shares carrying voting rights	3,35,86,083*	18.95%	18.95%
b) VRs otherwise than by equity shares	NIL	NIL	NIL

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c) Warrants/convertible securities / any other instrument that entitles the	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	3,35,86,083*	18.95%	18.95%
* Including two shares being allotted for the fractional entitlement pursuant to the Scheme			
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	The shares of Gabriel India Limited (the "Target Company") have been issued to, inter alia, Anfilco Limited and Anand Automobiles (Through its partners, Anfilco Limited and Anjali Singh), pursuant to the Composite Scheme of Arrangement involving Merger of Anchemco India Private Limited (formerly Andasia Private Limited) with Asia Investments Private Limited and Demerger of Demerged Undertaking from Asia Investments Private Limited with and into Gabriel India Limited. The Scheme was sanctioned under Sections 230–232 of the Companies Act, 2013 by the Hon'ble National Company Law Tribunal, Mumbai Bench-I, vide order dated 11.05.2026, and became effective upon filing of Form INC-28 with the Registrar of Companies as on 22.05.2026.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-		
Date of acquisition of / date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	09.06.2026		
Equity share capital / total voting capital of the TC before the said acquisition	The paid up equity share capital of the target company before the allotment/acquisition was 14,36,43,940 shares of INR 1 each		
Equity share capital/ total voting capital of the TC after the said acquisition	The paid up equity share capital of the target company after the allotment/acquisition is 17,72,30,023 shares of INR 1 each		

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Total diluted share/voting capital of the TC after the said acquisition	Total diluted / voting capital of the target company after the allotment / acquisition is 17,72,30,023 shares of INR 1 each
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