

Harshbeena Sahney Zaveri

December 12, 2025

BSE Limited Corporate Relationship Department 1 st Floor, P.J. Towers, Dalal Street Mumbai 400 001	National Stock Exchange of India Limited Listing Department-Corporate Services, Exchange Plaza, 5 th Floor, Plot No. C/1,Bandra Kurla Complex, Bandra East, Mumbai 400051	NRB Bearings Limited Dhannur, 15, Sir P. M. Road, Fort, Mumbai 400 001
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Sub: Disclosure pursuant to the Regulation 31 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam

Please find enclosed herewith the disclosure pursuant to the Regulation 31 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pertaining to creation of pledge of 30,05,000 Equity Shares of NRB Bearings Limited.

We request you to kindly take the same on record and acknowledge receipt.

Thanking You,

Sincerely,

Harshbeena Sahney Zaveri

Encl: as above

1st Floor, Flat no. 4, Shangrilla, 27 A, Carmichael Road,
Mumbai 400 026

Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)					NRB Bearings Limited								
Names of the Stock Exchanges where the shares of the target company are listed					1. National Stock Exchange of India Limited 2. BSE Limited								
Date of reporting					12-12-2025								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Ms. Harshbeena Sahney Zaveri								
Details of the creation/invocation/release of encumbrance:													
Name of the promoter (s) or PACs with her/him (**)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2) +(3)] / release [(2)-(3)]/invocation [(1)-(3)]}	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking / others)	Reasons for encumbrance **	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
Harshbeena Sahney Zaveri	40,207,885	41.48	2,19,14,877	22.61	Creation	04-12-2025	Pledge	The creation of pledge represents an inter-se promoter arrangement whereby Mrs. Harshbeena Sahney Zaveri has pledged shares, in accordance with the Trust Deed, corresponding to the subsequent release of pledge by Trilochan Singh Sahney Trust – 1, thereby maintaining the same percentage of total pledged shares of the promoter group.	30,05,000	3.10	Tata Capital Limited	2,49,19,877	25.71

[illegible]

[illegible]

Harshbeena Sahney Zaveri
Signature of the Authorized Signatory:

Date: 12-12-2025

*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.

NO ADDITIONAL PLEDGE IS CREATED AND IT IS INTER-SE PROMOTER TRANSFER AND THE PERCENTAGE OF THE TOTAL SHARES PLEDGED BY THE PROMOTERS REMAINS THE SAME POST THIS TRANSACTION.

Annexure - II

Format for disclosure of reasons for encumbrance

Name of listed company	NRB Bearings Limited
Name of the recognised stock exchanges where the shares of the company are listed	1.National Stock Exchange of India Limited 2.BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Harshbeena Sahney Zaveri
Total promoter shareholding in the listed company	No. of shares – 40,207,885 % of total share capital - 41.48%
Encumbered shares as a % of promoter shareholding	61.98% (Out of 40,207,885 equity shares held by Harshbeena Sahney Zaveri, 24,919,877 equity shares are encumbered)
Whether encumbered share is 50% or more of promoter shareholding	YES / NO
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: 04-12-2025
Type of encumbrance		Pledge
No. and % of shares encumbered		No. of shares: 24,919,877 % of total share capital: 25.71%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Tata Capital Limited
	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 NBFC
	Names of all other entities in the agreement	Listed company and its group companies: The Company and its group companies are not party to the agreements. Other Entities: Parties to the agreement 1. Harshbeena Sahney Zaveri 2. Trilochan Singh Sahney Trust 1
	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

Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Total value of all the encumbered Shares held by Promoters - Harshbeena Sahney Zaveri and Trilochan Singh Sahney Trust 1 as on 4th December 2025 was Rs. 820.76 Crore (approx) as per the calculation after taking the Weighted Average Price of Rs. 285.98 (as available BSE)
	Amount involved (against which shares have been encumbered) (B)	The total amount involved against which all the shares of the promoters have been encumbered is Rs. 291.75 Crore (approx)
	Ratio of A / B	2.81:1
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	<p>For personal use by the promoter, i.e., Trilochan Singh Sahney Trust 1, including towards family settlement</p> <p>N.A.</p>

Harshbeena Sahney Zaveri
Signature of Authorised Signatory

Date:12-12-2025

NO ADDITIONAL PLEDGE IS CREATED AND IT IS INTER-SE PROMOTER TRANSFER AND THE PERCENTAGE OF THE TOTAL SHARES PLEDGED BY THE PROMOTERS REMAINS THE SAME POST THIS TRANSACTION.
