

23<sup>rd</sup> August 2023



The Manager - Listing Department  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, 3<sup>rd</sup> Floor,  
Plot No.3-1 "G" Block, I.F.B. Centre,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai - 400 051.

Series EQ  
Symbol: SINTERCOM

**Subject: Disclosure under Regulations 30 and 30A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("LODR Regulations") read with SEBI's circular dated 13 July 2023 (bearing no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123) ("Circular")**

Dear Sir/ Madam,

In terms of Regulation 30A of the LODR Regulations and the Circular, we, Sintercom India Limited ("**Company**") have been informed on 22<sup>nd</sup> August 2023 by 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 the Company (together, the "**Promoters**") that they have entered into an amended and restated shareholders agreement on 21<sup>st</sup> August 2023 ("**Restated SHA**") to record their mutual understanding and rights and obligations as shareholders in the Company.

In terms of Regulations 30 and 30A of the LODR Regulations read with the Circular, the details regarding the amended and restated SHA as provided to the Company by the Promoters are set out in the Annexure hereto.

Kindly take the above on record.

Thanking you

Yours faithfully,

For and on behalf of  
**Sintercom India Limited**



**Anuja Joshi**  
Company Secretary and Compliance Officer

**Annexure**

**Disclosure under Regulations 30 and 30A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015**

Details of the amended and restated shareholders agreement

Name and details of the Parties entering into the agreement and relationship with the listed entity	<ol style="list-style-type: none"> <li>1. <b>Miba Sinter Holding GmbH &amp; Co KG ("Miba")</b> Dr. Mitterbauer-Straße 3, A-4663 Laakirchen, Austria (Member of the promoter and promoter group of the Company)</li> <li>2. <b>BRN Industries Ltd ("BRN")</b> Trustlink International Limited, Trustlink House, Mohabeer Mungur Street, Floreal, Mauritius (Member of the promoter and promoter group of the Company)</li> <li>3. <b>Mr. Jignesh Vasant Rai Raval ("JVR")</b> B 901, Balmoral Estate, Baner - Balewadi Road, Baner, Pune 411045, India (Member of the promoter and promoter group of the Company)</li> </ol>
Date of entering into the agreement	21 August 2023
Purpose of entering into the agreement	The Promoters have executed the Restated SHA to record their mutual understanding and rights and obligations as shareholders in the Company, in supersession of the previous shareholders agreement dated 28 January 2021.
Shareholding, if any, in the entity with whom the agreement is executed	Not applicable





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Significant terms of the agreement (in brief)	<ol style="list-style-type: none"><li>1. The Restated SHA shall cancel, terminate and supersede the previous shareholders agreement in its entirety.</li><li>2. JVR and Miba, separately, have agreed to not compete with the existing business of the Company in India on terms and for the period set out in the Restated SHA.</li><li>3. In case the Company requires Miba's technology for its business in future, the parties shall enter into good faith discussions on the way forward and negotiate terms of the technology transfer which is in the interest of the Company and the parties.</li><li>4. Restrictions on transferability of shares have been removed other than restrictions imposed under applicable laws.</li><li>5. Subject to compliance with applicable laws and approval from shareholders, the articles of association of the Company is to be amended for conformity with the Restated SHA.</li><li>6. In the event the Company requires further capital or funds, it will be free to do so in any manner permitted by applicable law but without any obligation on the part of the Promoters to provide the same.</li><li>7. The maximum number of directors on the board of the Company is to be 6 (six) with BRN being entitled to nominate 2 (two) directors and Miba being entitled to nominate 1 (one) director, subject to relevant promoter shareholding levels specified.</li></ol>
Extent and nature of impact on management and control of the listed entity	<ol style="list-style-type: none"><li>1. Restrictions on transferability of shares have been removed other than restrictions imposed under applicable laws.</li><li>2. BRN is entitled to nominate 2 (two) directors and Miba is entitled to nominate 1 (one) director, subject to relevant promoter shareholding levels specified.</li><li>3. JVR shall continue as the managing director of the Company in accordance with the terms of his appointment and subject to applicable law.</li></ol>
Details and quantification of the restriction or liability imposed upon the listed entity	None
Nature of relationship of Parties to the promotor/promotor group/group companies	The parties to the Restated SHA are members of the promotor and promotor group of the Company.



**SINTERCOM India Limited**  
(Formerly Sintercom India Pvt. Ltd.)  
CIN.: L29299PN2007PLC129627

Registered Office :  
Gat No. 127, At Post Mangrul, Tal.: Maval,  
(Talegaon Dabhade), Pune- 410507, India.  
Tel.: 020 48522679  
info@sintercom.co.in | www.sintercom.co.in

Whether the transaction is a related party transaction?	No
In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
Any other disclosures related to the agreement	<p>Details of the nominees on the board of directors of the Company:</p> <ol style="list-style-type: none"> <li>Mr. Satish Barve nominated by Miba;</li> <li>Mr. Hari Nair nominated by BRN; and</li> <li>Mr. Jignesh Raval nominated by BRN.</li> </ol>
Details and reasons for amendment or alteration of the agreement and impact thereof	<ol style="list-style-type: none"> <li>The following amendments/alteration have been made to the previous shareholders agreement: <ol style="list-style-type: none"> <li>The non-compete restrictions placed on BRN have been removed.</li> <li>The non-compete restrictions placed on Miba and JVR have been amended as detailed above.</li> <li>Restrictions on transferability of shares have been removed other than restrictions imposed under applicable laws.</li> <li>Provisions relating to pre-emptive and exit right have been removed.</li> </ol> </li> <li>Reason for making amendments/alteration to the previous shareholders agreement: <p>The Promoters have mutually agreed to amend and restate their inter-se rights and obligations as shareholders of the Company.</p> </li> <li>Impact of making amendments/alteration on the management/ control of the Company <p>Neither the management nor the control of the Company has changed due to the execution of the Restated SHA.</p> </li> </ol>

For and on behalf of  
**Sintercom India Limited**



**Anuja Joshi**  
Company Secretary and Compliance Office