

16 September 2025

To,

National Stock Exchange of India Limited,
Compliance Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051,
Maharashtra, India
E-mail: takeover@nse.co.in

BSE Limited,
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001,
Maharashtra, India
E-mail: corp.relations@bseindia.com

BPL Limited
BPL Works, Palakkad, Kerala, India-678007
E-mail: investor@bpl.in

Sub.: Disclosure under Regulation 31(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

Dear Sir / Madam,

Pursuant to the provisions of Regulation 31(1) of the Takeover Regulations read with circulars bearing No. SEBI / HO / CFD / DCR1 / CIR / P / 2019 / 90 dated 7 August 2019 and No. SEBI / HO / CFD / DCR-3 / P / CIR / 2022 / 27 dated 7 March 2022 issued by the Securities and Exchange Board of India, please find enclosed as **Annexure A** the disclosure of creation of encumbrance by ER Computers Private Limited and Electro Investment Private Limited, promoter group entities of BPL Limited, by way of pledge of shares of BPL Limited in favour of Claypond Capital Partners Private Limited, together with reasons for creation of encumbrance.

We request you to kindly take the above information on record.

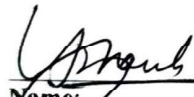
Thanking you.

Yours sincerely,

For and on behalf of

ER Computers Private Limited

Electro Investment Private Limited


Name:
Designation:


Name:
Designation:

Annexure A

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)														
Names of the Stock Exchanges where the shares of the target company are listed														
Date of reporting														
Name of the promoter or PAC on whose shares encumbrance has been created / released / invoked														
Details of the creation / invocation / release of encumbrance:														
Name of the promoter(s) or PACs with him (*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (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 are encumbered (***)	No. of shares	% of total share capital	Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]}
ER Computers Private Limited	15,09,000	3.08%	Nil	Nil	Creation	15 September 2025	Pledge	Security for loan of INR 96 crore availed by ER Computers Private Limited	15,09,000	3.08%	Claypond Capital Partners Private Limited	15,09,000	3.08%	
Electro Investment Private Limited	2,31,02,544	47.17%	Nil	Nil	Creation	15 September 2025	Pledge	from Claypond Capital Partners Private Limited.	2,31,02,544	47.17%	Claypond Capital Partners Private Limited	2,31,02,544	47.17%	
Thankam Nambiar	20,000	0.04%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil	
Ajit Gopal Nambiar	80,000	0.16%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil	
Anju Chandrasekhar	74,600	0.15%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil	

TPG Nambiar	11,05,750	2.26%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil
Meena Nambiar	3,000	0.01%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil
Dynamic Electronics Private Limited	5,900	0.01%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil
Nambiar International Investment Private Limited Company	14,32,248	2.92%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil
Namfil Finance Company Pvt Limited	5,06,250	1.03%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil
Merino Finance Private Limited	30,77,500	6.28%	Nil	Nil	N/A	N/A	N/A	N/A	N/A	N/A	Nil	Nil

(*) 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 on behalf of the lender.

Disclosure of reasons for encumbrance

Name of listed company	BPL Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange and BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	ER Computers Private Limited Electro Investment Private Limited
Total promoter shareholding in the listed company	No. of shares – 3,09,16,792 % of total share capital – 63.13%
Encumbered shares as a % of promoter shareholding	The pledged shares constitute 79.61% of the total promoter shareholding
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

