CG Power and Industrial Solutions Limited
(Formerly Crompton Greaves Limited)
Registered Office:
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India
T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com
Corporate Identity Number: L99999MH1937PLC002641

Smart solutions.
Strong relationships.

Our Ref: COSEC/139/2019

March 22, 2019

BY PORTAL

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
Scrip Code : 500093

The Assistant Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051

Scrip Id : CGPOWER

Sub: a) Disclosures under Regulation 29 and 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
b) Disclosure under Regulation 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir/Madam,

We have received the following intimation from Avantha Holdings Limited, Promoter of the Company in relation to invocation of pledge on the equity shares of the Company by Vistra ITCL (India) Limited:

1. Disclosure dated March 22, 2019 under Regulation 29(2) and Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for invocation of balance pledge created on 6,76,96,248 equity shares of the Company held by Avantha Holdings Limited constituting 10.8% of paid-up equity share capital of the Company by Vistra ITCL (India) Limited, Debenture Trustee of Avantha Holdings Limited on behalf of Debentureholders namely L & T Finance Limited.

2. Disclosure dated March 22, 2019 under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 informing the above.

3. It was further stated by Avantha Holdings Limited that though the pledge was invoked, however Avantha Holdings Limited (AHL) will continue to have the right to require a re-transfer of the said equity shares to itself upon repayment of the debt. In the event of any sale of the said equity shares by Vistra ITCL (India) Limited, any amounts received by them over and above the outstanding amount of the debt will be payable to AHL.

CG Power And Industrial Solutions Limited Mumbai - 400 030.

AVANTHA
GROUP COMPANY

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A copy of the aforesaid disclosures is enclosed herewith, you are requested to kindly take the above on record and acknowledge receipt thereof.

Yours faithfully,
For **CG Power and Industrial Solutions Limited**

CG Power And Industrial Solutions Limited * Mumbai - 400 030. *

Shikha Kapadia
Company Secretary and Compliance Officer

Enclosed : As above

AVANTHA
GROUP COMPANY

AVANTHA

Date: 22nd March, 2019

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400 051

Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

The Company Secretary
CG Power and Industrial Solutions Limited
6th Floor, CG House, Dr. Annie Besant Road,
Worli, Mumbai – 400 030

Re: **Intimation under Regulation 29 and 31 of SEBI (Substantial Acquisition of Shares And Takeovers) Regulations, 2011**

Dear Sir(s),

The pledge on shares created by the Company, as a Promoter, in CG Power and Industrial Solutions Limited has been invoked by Vistra ITCL (India) Ltd, the Debenture Trustee. The necessary disclosures under Regulation 29 and 31 of SEBI (Substantial Acquisition of Shares And Takeovers) Regulations, 2011 is attached herewith.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully
For AVANTHA HOLDINGS LIMITED

Sonia Niranjan Das
Company Secretary & AVP – Law & Compliance

Encl.: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	CG POWER AND INDUSTRIAL SOLUTIONS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	AVANTHA HOLDINGS LIMITED VARUN PRAKASHAN PRIVATE LIMITED AVANTHA REALTY LIMITED		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LTD		
Details of the ~~acquisition~~ / disposal 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~~/disposal under consideration, holding of :			
a) Shares carrying voting rights	147,754,822	23.58	23.58
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	---	---	---
c) Voting rights (VR) otherwise than by equity shares			
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)	---	---	---
	---	---	---
e) Total (a+b+c+d)	**147,754,822**	**23.58**	**23.58**
Details of ~~acquisition~~/sale			
a) Shares carrying voting rights acquired /sold	---	---	----
b) VRs acquired /sold otherwise than by shares	---	---	---
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	---	---	---
d) Shares ~~encumbered~~ / invoked/~~released~~ by the acquirer.	6,76,96,248	10.80	10.80
e) Total (a+b+c+/-d)	**6,76,96,248**	**10.80**	**10.80**
After the ~~acquisition~~/sale, holding of acquirer alongwith PACs:			
a) Shares carrying voting rights	80,058,574	12.78%	12.78%
b) Shares encumbered with the acquirer	---	---	---
c) VRs otherwise than by equity shares	----	----	----
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) after acquisition			
e) Total (a+b+c+d)	**80,058,574**	**12.78%**	**12.78%**
Mode of ~~acquisition~~/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Invocation of pledge. Please see note		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Equity shares		
Date of ~~acquisition /~~ sale of shares~~/ 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.	Date of invocation – 20 March, 2019		
Equity share capital / total voting capital of the TC before the said ~~acquisition~~/sale	No. of Equity Shares (excluding GDRs) : 62,59,70,193 of Rs. 2 each Amount : Rs. 125,19,40,386		
Equity share capital/ total voting capital of the TC after the said ~~acquisition~~/sale	No. of Equity Shares (excluding GDRs) : 62,59,70,193 of Rs. 2 each Amount : Rs. 125,19,40,386		
Total diluted share/voting capital of the TC after the said ~~acquisition~~/sale	No. of Equity Shares (including GDRs) : 62,67,46,142 of Rs. 2 each Amount : Rs. 125,34,92,284		

Part – B***

Name of the Target Company: CG POWER AND INDUSTRIAL SOLUTIONS LIMITED

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Avantha Holdings Limited	Promoter	AABCB6134E
Varun Prakashan Private Limited	Promoter	AABCV7374A
Avantha Realty Limited	Promoter	AAACJ8030A

Signature of the ~~acquirer /~~ seller / Authorised Signatory

Place: New Delhi

Date: 22.03.2019

Note:

- While the pledge has been invoked, until sale of the shares by Vistra ITCL (India) Ltd, the Debenture Trustee, on behalf of L and T Finance Limited, Avantha Holdings Limited will continue to have the right to require a re-transfer of the shares to itself upon repayment of the debt. In the event of any sale of the shares by the Debenture Trustee, any amounts received by the Debenture Trustee over and above the outstanding amount of the debt will be payable to Avantha.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated

Format for 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)	CG POWER AND INDUSTRIAL SOLUTIONS LIMITED
Names of the stock exchanges where the shares of the target company are listed	BSE AND NSE
Date of reporting	22-Mar-19
Name of the Promoter(s) or PAC on whose shares encumbrance has been ~~created~~/ invoked/ ~~released~~	AVANTHA HOLDINGS LIMITED

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)							Post event holding of encumbered shares (creation {2+3})/(release {2-3})/ (invocation {2-3})	
	Number 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	Tye of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reason 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
Avantha Holdings Limited	**147,746,248**	**23.57**	**147,746,248**	**23.57**	**Invocation(Refer note)**	**20-Mar-19**	**Pledge**	**Borrowing by the promoter**	**67,696,248**	**10.80**	**Vistra ITCL (India) Limited, Debenture Trustee on behalf of L and T Finance Limited**	**80,050,000**	**12.77**

Varun Prakashan Pvt. Limited	**5,022**	**0.00**	-	-	-	-	-	-	-	-	-	-	-
Avantha Realty Limited	**3,552**	**0.00**	-	-	-	-	-	-	-	-	-	-	-

For Avantha Holdings Limited

Sonia

Company Secretary Place : New Delhi Date: 22.03.2019

Note:

1. While the pledge has been invoked, until sale of the shares by Vistra, ITCL (India) Ltd., the Debenture Trustee, Avantha will continue to have the right to require a re-transfer of the shares to itself upon repayment of the debt. In the event of any sale of the shares by the Debenture Trustee, any amounts received by the Debenture Trustee over and above the outstanding amount of the debt will be payable to Avantha

*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.

AVANTHA

Date: 22nd March, 2019

The Company Secretary
CG Power and Industrial Solutions Limited
6th Floor, CG House, Dr. Annie Besant Road,
Worli, Mumbai – 400 030

Re: **Intimation under Regulation 7 of SEBI (Prohibition of Insider Trading) Regulations, 2015**

Dear Sir(s),

The pledge on shares created by the Company, as a Promoter, in CG Power and Industrial Solutions Limited has been invoked by Vistra ITCL (India) Ltd, the Debenture Trustee. The necessary disclosure under Regulation 7 of SEBI (Prohibition of Insider Trading) Regulations, 2015 is attached herewith.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully
For AVANTHA HOLDINGS LIMITED

Sonia Niranjan Das
Company Secretary & AVP – Law & Compliance

Encl.: As above

FORM C

Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

[Regulation 7(2) read with Regulation 6(2)]

Name of the Company : **CG Power and Industrial Solutions Limited**

ISIN of the Company **INE067A01029**

Details of change in holding of Securities of Promoter, Employee or Director of a Listed Company and other such persons as mentioned in Regulation 6(2) read with Regulation 7(2)

Name, PAN NO., CIN/ DIN& address of Promoter/ Employee/ Director with contact nos.	Category of Person (promoters / KMP/ Directors/ immediate relatives/ others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/ disposed				Securities held post acquisition/ disposal		Date of creation/ release of pledge		Date of intimation to the Company	Mode of acquisition (market purchase/ public rights/ preferential offer/ off market/ Inter se transfer etc.	Trading in derivatives (specify tye of contract, Futures or options etc)						Exchange on which the trade was executed
		Type of security (For eg. - shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. - shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. - shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To			Type of contract	Contract specifications	Buy		Sell		
																Notional Value	No. of units (contracts * lot size)	Notional Value	No. of units (contracts * lot size)	
AVANTHA HOLDINGS LIMITED CIN : U67120DL1998PLC198627 PAN: AABCB6134E ADDRESS: Thapar House, 124, Janpath, New Delhi - 110001 Contact No: 011-	PROMOTER	EQUITY SHARES	14,77,46,248 (23.57%)	EQUITY SHARES	67,696,248	3,076,794,472	INVOKE (Refer Note)	EQUITY SHARES	80,050,000 (12.77%)	20-Mar-19	20-Mar-19	22-Mar-19	Disposal by way of Invocation of Pledge	-	-	-	-	-	-	-

Note:

1. While the pledge has been invoked, until sale of the shares by the Debenture Trustee, on behalf of L and T Finance Limited, Avantha will continue to have the right to require a re-transfer of the shares to itself upon repayment of the debt. In the event of any sale of the shares by the Debenture Trustee, any amounts received by the Debenture Trustee over and above the outstanding amount of the debt will be payable to Avantha

* Value calculated basis the closing market price on transaction date.

Note: "Securities" shall have the meaning as defined under Regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Signature :

Designation : Company Secretary & AVP- Law & Complaince

Date: 22.03.2019

Place: New Delhi