

I G E (India) Private Limited

17th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021.
India.

T +91 22 4029 9000, Fax +91 22 2202 7995
CIN : U74999WB1930PTC152570

Date: June 19, 2026

To,

1) **National Stock Exchange of India Limited**

Exchange Plaza, Bandra Kurla
Complex, Bandra (East),
Mumbai – 400051.

2) **BSE Limited**

Floor 25, P. J. Towers,
Dalal Street, Mumbai,
Mumbai – 400001.

3) **International Conveyors Ltd**

10, Middletown Row
Post Box No. 9282, Kolkata – 700 071

Dear Sir,

Sub: Disclosure pursuant to Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended (“Takeover Regulations”) in relation to a non-disposal undertaking of equity shares of International Conveyors Ltd

This disclosure is being made by **IGE (India) Private Limited (“IGE”)** in connection with certain contractual covenants provided by IGE in relation to the equity shares of **International Conveyors Ltd (“Company”)**.

IGE has entered into a Debenture Trust Deed dated June 17, 2026 with CTL Trusteeship Limited (in the capacity of Debenture Trustee for the benefit of debenture holders) (“CTL”) and is a guarantor in respect of a Debenture Trust Deed dated June 17, 2026 between Zenox Technology Services Private Limited (a wholly owned subsidiary of IGE) and CTL (collectively, the “Facility Agreements”).

The Facility Agreements contain certain contractual covenants in relation to the equity shares of the Company, which may be considered a non-disposal undertaking and therefore may fall within the definition of “encumbrance” under Chapter V of the Takeover Regulations.

Please take the same on record and disseminate the same.

For **IGE (India) Private Limited**

Arpit Tapadia
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by Arpit Tapadia
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Arpit Tapadia
Director
DIN: 09837980

Encl.: Annexure I and Annexure II

Annexure -I

[illegible]

R.C.A Limited	6,27,520	0.98	NIL	NIL	Creation	June 17, 2026	Others	Collateral for issuance of Debentures by Company/Group Companies	6,27,520	0.98	CTL Trusteeship Limited acting as Debenture Trustee on behalf of Debenture Holders	6,27,520	0.98
Amaranth Daksha Private Limited	24,15,000	3.79	NIL	NIL	Creation	June 17, 2026	Others	Collateral for issuance of Debentures by Company/Group Companies	24,15,000	3.79	CTL Trusteeship Limited acting as Debenture Trustee on behalf of Debenture Holders	24,15,000	3.79
Surbhit Dabriwala	80,83,355	12.67	-	-	-	-	-	-	-	-	-	-	-
Yamini Dabriwala	3,59,900	0.56	-	-	-	-	-	-	-	-	-	-	-
Total	4,47,26,405	70.13	-	-	-	-	-	-	-	-	-	3,23,30,080	50.69

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For IGE (India) Private Limited

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Arpit Tapadia
Director
DIN: 09837980

Place: Mumbai
Date: June 19, 2025

ANNEXURE – II

Disclosure of reasons for encumbrance
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	International Conveyors Ltd
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited and National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	I G E (India) Private Limited, R.C.A Limited and Amaranth Daksha Private Limited
Total promoter shareholding in the listed company	No. of shares: 4,47,26,405 % of total share capital: 70.12%
Encumbered shares as a % of promoter shareholding	72.28%
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 (Date of creation of encumbrance: June 17, 2026)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Other*
No. and % of shares encumbered		3,23,30,080 (50.69%)
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	CTL Trusteeship Limited acting as Debenture Trustee on behalf of Debenture Holders
	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.	NO Trusteeship services
	Names of all other entities in the agreement	Debenture Trust Deed dated June 17, 2026 executed by and amongst IGE (India) Private Limited and CTL Trusteeship Limited (in the capacity of Debenture Trustee for the benefit of debenture holders) (where IGE (India) Private Limited is the issuer in respect of secured non – convertible debentures aggregating to INR 120 Crores) (“ IGE DTD ”). Debenture Trust Deed dated June 17, 2026 executed by and amongst Zenox Technology Services Private Limited and CTL Trusteeship Limited (in the capacity of Debenture Trustee for the benefit of debenture holders) (where I G E (India) Private Limited is the guarantor and Zenox Technology Services Private Limited is the issuer in respect of secured non-convertible debentures aggregating to INR 300 Crores) (“ Zenox DTD ”).
	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 If yes, 1. Name of the issuer: IGE (India) Private Limited 2. Details of the debt instrument: Debentures 3. Whether the debt instrument is listed on stock exchanges?: No 4. Credit Rating of the debt instrument: To be rated in terms of IGE DTD 5. ISIN of the instrument: - To be obtained in terms of IGE DTD

		Name of the issuer: Zenox Technology Services Private Limited Details of the debt instrument: Debentures Whether the debt instrument is listed on stock exchanges?: No Credit Rating of the debt instrument: Unrated To be rated in terms of Zenox DTD ISIN of the instrument: - To be obtained in terms of Zenox DTD
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	2,63,74,87,926.40
	Amount involved (against which shares have been encumbered) (B)	INR 120,00,00,000 (for the IGE DTD) INR 300,00,00,000 (for the Zenox DTD)
	Ratio of A / B	0.6279
End money use of	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	IGE DTD: (a) NA (b) NA (c) The borrower shall apply the amounts towards: (i) repayment of existing financial indebtedness availed by the borrower from its group companies; and (ii) on lending to entities forming a part of the Promoter Group for repayment of financial indebtedness availed by such entity forming a part of Promoter Group from other members of the Promoter Group. Zenox DTD: (a) NA (b) NA (c) The borrower shall apply the amounts towards: (i) part-financing the acquisition of shares of Elpro; and (ii) expenses in relation to the delisting of Elpro.

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For IGE (India) Private Limited

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