

CTL/SAST/26-27/00036/04

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 Limited**
Falta SEZ, Sector-II, near Pump House No. 3 Village- Akalmegh, Mouza Akalmegh, , Akalmegh, West
Bengal, India - 743504

Dear Sir,

Sub: Disclosure pursuant to Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to a non-disposal undertaking of equity shares of International Conveyors Limited

Pursuant to the disclosure required to be made under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the non-disposal undertaking in respect of equity shares of **International Conveyors Limited (“ICL”)** in favour of CTL Trusteeship Limited (in the capacity of Debenture Trustee for the benefit of Debenture holders) for Unlisted Secured Non Convertible Debentures aggregating to Rs. 300,00,00,000 (Rupees Three Hundred Crores Only) issued/ to be issued by **Zenox Technology Services Private Limited (“Zenox”)**.

The debenture trust deed dated June 17, 2026 between CTL Trusteeship Limited and Zenox contains 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 CTL Trusteeship Limited

Deesha
Srikanth
Digitally signed
by Deesha
Srikanth
Date: 2026.06.19
23:56:06 +05'30'

Authorised Signatory

Name: Deesha Srikanth

Designation: Senior Vice President

Place: Mumbai

Encl.: As above

Part A
Annexure

Disclosures under Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

1. Name of the Target Company (TC)	International Conveyors Limited		
2.Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	CTL Trusteeship Limited acting as Debenture Trustee on behalf of Debenture holders		
3.Whether the acquirer belongs to Promoter/Promoter group	No.		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
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)	-	-	-
<u>Details of acquisition</u>			
a) Shares carrying voting rights acquired	-	-	-
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	-	-	-
d) Shares in nature of encumbrance (pledge /lien /non disposal undertaking / others)	3,23,30,080	50.69%	50.69%
e) Total (a+b+c+d)	3,23,30,080	50.69%	50.69%

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Srikkanth
Digitally signed by Deesh Srikkanth Date: 2026.06.19 21:56:36 +05'30'

CTL Trusteeship Limited

(Formerly known as "CTL Trusteeship Private Limited" & "Catalyst Family Office and Corporate Adviser Private Limited")

Registered Office: GDA House, First Floor, Plot No. 85 S. No. 94 & 95, Bhusari Colony (Right), Kothrud, Pune, Maharashtra, Pune - 411 038

Delhi Office: 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi-110 001 **Tel:** +91 (11) 4302 9101/02

Corporate Office: 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013

Tel: +91 (22) 4922 0555 | **Fax:** +91 (22) 4922 0505

CIN No. U66190PN2024PLC237102 | **Email:** ctl@ctltrustee.com | **Website:** www.ctltrustee.com

Pune | Mumbai | Bengaluru | Delhi | Chennai | Ahmedabad | Kolkata | Hyderabad

<u>After the acquisition, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) VRs otherwise than by equity 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) after acquisition	-	-	-
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	3,23,30,080	50.69%	50.69%
e) Total (a+b+c+d)	3,23,30,080	50.69%	50.69%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	The debenture trust deed dated June 17, 2026 between CTL Trusteeship Limited and Zenox contains 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.		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The debenture trust deed dated June 17, 2026 between CTL Trusteeship Limited and Zenox contains 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.		
8. Date of acquisition of/ 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.	June 17, 2026		
9. Equity share capital / total voting capital of the TC before the said acquisition	Rs. 63781000 (63781000 Equity shares having face value of Rs 1 each)		
10. Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 63781000 (63781000 Equity shares having face value of Rs 1 each)		
11. Total diluted share/voting capital of the TC after the said acquisition	Rs. 64049000 (64049000 Equity shares having face value of Rs 1 each)		

Deesha Srikkanth * Please note encumbrance has been created over equity shares as below

Srikkanth

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Deesha Srikkanth
Date: 2026.06.19
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No	No. of Shares	Encumbrance created#
1	627520	By way of encumbrance over all the equity shares held by R.C.A Limited pursuant to the covenant 4.12 & 4.16 of Schedule V of Debenture Trust Deed

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Delhi Office: 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi-110 001 **Tel:** +91 (11) 4302 9101/02
Corporate Office: 801, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
Tel: +91 (22) 4922 0555 | **Fax:** +91 (22) 4922 0505
CIN No. U66190PN2024PLC237102 | **Email:** cti@ctltrustee.com | **Website:** www.ctltrustee.com
Pune | Mumbai | Bengaluru | Delhi | Chennai | Ahmedabad | Kolkata | Hyderabad

No	No. of Shares	Encumbrance created#
		dated 17-06-2026 between CTL and Zenox
2	2415000	By way of encumbrance over all the equity shares held by Amaranth Daksha Private Limited pursuant to the covenant 4.12 & 4.16 of Schedule V of Debenture Trust Deed dated 17-06-2026 between CTL and Zenox
3	29287560	By way of encumbrance over all the equity shares held by Zenox (India) Private Limited pursuant to the covenant 4.12 & 4.16 of Schedule V of Debenture Trust Deed dated 17-06-2026 between CTL and Zenox
	3,23,30,080	TOTAL

#The debenture trust deed dated June 17, 2026 between CTL Trusteeship Limited and Zenox contains 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.

Signature of the acquirer:

For CTL Trusteeship Limited

Deesha

Srikanth

Digitally signed
by Deesha
Srikanth

Date: 2026.06.19
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Authorised Signatory

Name: Deesha Srikanth

Designation: Senior Vice President

Place: Mumbai

Part-B

Name of the Target Company: Elpro International 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
CTL Trusteeship Limited acting as Debenture Trustee on behalf of debenture holders	No.	

Signature of the acquirer:

For CTL Trusteeship Limited

Deesha Srikkanth
Digitally signed
by Deesha
Srikkanth
Date: 2026.06.19
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Authorised Signatory

Name: Deesha Srikkanth

Designation: Senior Vice President

Place: Mumbai

Date: June 19, 2026

Note:

(*) 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.