

24<sup>th</sup> February, 2020

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| <b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>Plot no. C/1, G Block,<br>Bandra-Kurla Complex,<br>Bandra (E), Mumbai - 400 051. | <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400001. |
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**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Creation of Pledge - recoup of margin shortfall)**

Dear Sir,

In order to *meet security margin shortfall, as per agreed terms of the existing financial facility*, the Promoter/Promoter group entities have created additional pledge as per the following details:

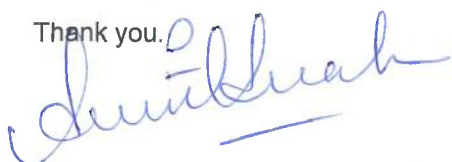
| Sr. No. | Name of the Pledger                     | Name of the Pledgee                                                                        | No. of equity shares | Name of the Company<br>( <u>whose shares are being pledged</u> ) | Date of Pledge      |
|---------|-----------------------------------------|--------------------------------------------------------------------------------------------|----------------------|------------------------------------------------------------------|---------------------|
| 1.      | Kalpataru Constructions Private Limited | Hero Fincorp Limited                                                                       | 52,000               | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 2.      | Kalpataru Constructions Private Limited | Axis Finance Limited                                                                       | 5,02,000             | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 3.      | Kalpataru Constructions Private Limited | STCI Finance Limited                                                                       | 6,48,000             | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 4.      | Kalpataru Constructions Private Limited | Hero Fincorp Limited                                                                       | 56,000               | Kalpataru Power Transmission Limited                             | 24th February, 2020 |
| 5.      | K C Holdings Private Limited            | J M Financial Credit Solutions Limited                                                     | 6,15,000             | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 6.      | K C Holdings Private Limited            | Aditya Birla Finance Limited                                                               | 7,63,000             | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 7.      | Parag Munot                             | Kotak Mahindra Investments Limited                                                         | 1,25,000             | Kalpataru Power Transmission Limited                             | 20th February, 2020 |
| 8.      | Kalpataru Properties Private Limited    | IDBI Trusteeship Services Limited on behalf of Lender -Tata Capital Financial Services Ltd | 210,000              | Kalpataru Power Transmission Limited                             | 20th February, 2020 |

The aforesaid person(s) have not availed any additional finance facility, against creation of the aforesaid pledge of additional shares in favour of the Lender.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in this regard. Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies.

We request you to take note of the same.

Thank you.



**KALPA-TARU**

24<sup>th</sup> February, 2020

|                                                                                                                                               |                                                                                |
|-----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. | <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001. |
|-----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|

**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Creation of Pledge- recoup of margin shortfall)**

Dear Sir,

In order to meet security margin shortfall, as per agreed terms of the existing financial facility, the Company has created pledge in favour of Hero Fincorp Limited, STCI Finance Limited and Axis Finance Limited [hereinafter referred as Lender(s)] over 52,000, 6,48,000 and 5,02,000 Equity Shares respectively, of Kalpataru Power Transmission Limited on 20<sup>th</sup> February, 2020, which were held by the Company.

Further, the Company has created pledge in favour of Hero Fincorp Limited over 56,000 Equity Shares of Kalpataru Power Transmission Limited on 24<sup>th</sup> February, 2020, which were held by the Company.

The Company has not availed any additional finance facility, against creation of the aforesaid pledge of additional shares.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in this regard.

Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies

We request you to take note of the same.

Thanking you,

Yours faithfully,

**For KALPATARU CONSTRUCTIONS PRIVATE LIMITED**

**Amit Shah**  
**Authorised Signatory**

Encl: As above

**KALPATARU CONSTRUCTIONS PRIVATE LIMITED**

CIN No : U45200MH1981PTC025516

101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055. India.

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

|                                                                                   |                                                                                                                                               |
|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|
| Name of listed company                                                            | KALAPTARU POWER TRANSMISSION LIMITED                                                                                                          |
| Name of the recognised stock exchanges where the shares of the company are listed | National Stock Exchange of India Limited (NSE)<br>BSE Limited (BSE)                                                                           |
| Name of the promoter(s) / PACs whose shares have been encumbered                  | 1. Kalpataru Constructions Private Limited<br>2. Kalpataru Properties Private Limited<br>3. K C Holdings Private Limited<br>4. Parag M. Munot |
| Total promoter shareholding in the listed company                                 | No. of shares - 8,41,14,663<br>% of total share capital - 54.37 %                                                                             |
| Encumbered shares as a % of promoter shareholding                                 | 44.91% #                                                                                                                                      |
| 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 (24.41%) #                                                                                                                           |

Details of all the existing events/ agreements pertaining to encumbrance

| Particulars                                                                                                                                                                |                                                                                                                                                                              | Encumbrance 1                                                                                                                    | Encumbrance 2                                                                                                                    | Encumbrance 3                                                                                                                    | Encumbrance 4                                                                                                                         | Encumbrance 5                                                                                                                             | Encumbrance 6                                                                                                                                                                                                                        | Encumbrance 7                                                                                                                                                            | Encumbrance 8                                                                                                                                                            | Encumbrance 9                                                                                                                                                            | Encumbrance 10*                                                                                                              | Encumbrance 11                                                                                                                                  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                                                                            |                                                                                                                                                                              | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 26/02/2018                    | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 20/06/2018                    | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/06/2018                    | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/06/2018                         | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/06/2018                             | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/03/2019                                                                                                                        | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/06/2019                                                            | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 31/07/2019                                                            | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 25/06/2019                                                            | (Date of creation of encumbrance: 20th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 05/12/2019                | (Date of creation of encumbrance: 24th February, 2020) (Refer Note 1)<br>Date of Pledge Agreement: 05/12/2019                                   |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) |                                                                                                                                                                              | Pledge                                                                                                                           | Pledge                                                                                                                           | Pledge                                                                                                                           | Pledge                                                                                                                                | Pledge                                                                                                                                    | Pledge                                                                                                                                                                                                                               | Pledge                                                                                                                                                                   | Pledge                                                                                                                                                                   | Pledge                                                                                                                                                                   | Pledge                                                                                                                       | Pledge                                                                                                                                          |
| No. and % of shares encumbered                                                                                                                                             |                                                                                                                                                                              | No. of shares: 19,28,563<br>% of total share capital: 1.25%                                                                      | No. of shares: 27,70,000<br>% of total share capital: 1.79%                                                                      | No. of shares: 13,84,679<br>% of total share capital: 0.89%                                                                      | No. of shares: 13,84,679<br>% of total share capital: 0.89%                                                                           | No. of shares: 13,84,680<br>% of total share capital: 0.89%                                                                               | No. of shares: 22,16,000<br>% of total share capital: 1.43%                                                                                                                                                                          | No. of shares: 17,24,000<br>% of total share capital: 1.11%                                                                                                              | No. of shares: 12,45,500<br>% of total share capital: 0.81%                                                                                                              | No. of shares: 3,53,500<br>% of total share capital: 0.23%                                                                                                               | No. of shares: 10,38,842<br>% of total share capital: 0.67%                                                                  | No. of shares: 11,21,500<br>% of total share capital: 0.72%                                                                                     |
| Specific details about the encumbrance                                                                                                                                     | Name of the entity in whose favour shares encumbered (X)                                                                                                                     | STCI FINANCE LIMITED                                                                                                             | AXIS FINANCE LIMITED                                                                                                             | STCI FINANCE LIMITED                                                                                                             | STCI FINANCE LIMITED                                                                                                                  | STCI FINANCE LIMITED                                                                                                                      | STCI FINANCE LIMITED                                                                                                                                                                                                                 | AXIS FINANCE LIMITED                                                                                                                                                     | AXIS FINANCE LIMITED                                                                                                                                                     | AXIS FINANCE LIMITED                                                                                                                                                     | Hero Fincorp Limited                                                                                                         | Hero Fincorp Limited                                                                                                                            |
|                                                                                                                                                                            | 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. | NBFC                                                                                                                             | NBFC                                                                                                                             | NBFC                                                                                                                             | NBFC                                                                                                                                  | NBFC                                                                                                                                      | NBFC                                                                                                                                                                                                                                 | NBFC                                                                                                                                                                     | NBFC                                                                                                                                                                     | NBFC                                                                                                                                                                     | NBFC                                                                                                                         | NBFC                                                                                                                                            |
|                                                                                                                                                                            | Names of all other entities in the agreement (if any) -<br>1<br>2                                                                                                            | Listed company and its group companies (if any) -<br>1<br>2                                                                      | Listed company and its group companies (if any) -<br>1<br>2                                                                      | Listed company and its group companies (if any) -<br>1<br>2                                                                      | Listed company and its group companies (if any) -<br>1<br>2                                                                           | Listed company and its group companies (if any) -<br>1<br>2                                                                               | Listed company and its group companies (if any) -<br>1<br>2                                                                                                                                                                          | Listed company and its group companies (if any) -<br>1<br>2                                                                                                              | Listed company and its group companies (if any) -<br>1<br>2                                                                                                              | Listed company and its group companies (if any) -<br>1<br>2                                                                                                              | Listed company and its group companies (if any) -<br>1<br>2                                                                  | Listed company and its group companies (if any) -<br>1<br>2                                                                                     |
|                                                                                                                                                                            | Security Provider -><br>Lender -><br>Borrower ->                                                                                                                             | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>STCI Finance Limited.<br>Kalpataru Land Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Axis Finance Limited.<br>Kalpataru Land Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>STCI Finance Limited.<br>Amber Orchards Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>STCI Finance Limited.<br>Azure Tree Orchards Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>STCI Finance Limited.<br>Azure Tree Enviro Farms Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>STCI Finance Limited.<br>Kalpataru Constructions (Poona) Private Limited                                                                                    | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Axis Finance Limited.<br>Neo Pharma Private Limited                                             | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Axis Finance Limited.<br>Kalpataru Gardens Private Limited                                      | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Axis Finance Limited.<br>Kalpataru Shubham Enterprises                                          | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Hero Fincorp Limited.<br>Neo Pharma Private Limited | Other entities (if any) -<br>Kalpataru Constructions Private Limited.<br>Hero Fincorp Limited.<br>Kalpataru Properties (Thane) Private Limited. |
|                                                                                                                                                                            | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the                 | No                                                                                                                               | No                                                                                                                               | No                                                                                                                               | No                                                                                                                                    | No                                                                                                                                        | No                                                                                                                                                                                                                                   | No                                                                                                                                                                       | No                                                                                                                                                                       | No                                                                                                                                                                       | No                                                                                                                           | No                                                                                                                                              |
| Security Cover / Asset Cover                                                                                                                                               | Value of shares on the date of event / agreement (A)                                                                                                                         | ₹ 717,618,292                                                                                                                    | ₹ 1,030,717,000                                                                                                                  | ₹ 515,239,056                                                                                                                    | ₹ 515,239,056                                                                                                                         | ₹ 515,239,428                                                                                                                             | ₹ 824,573,600                                                                                                                                                                                                                        | ₹ 641,500,400                                                                                                                                                            | ₹ 463,450,550                                                                                                                                                            | ₹ 131,537,350                                                                                                                                                            | ₹ 386,553,108                                                                                                                | ₹ 417,310,150                                                                                                                                   |
|                                                                                                                                                                            | Amount involved (against which shares have been encumbered) (B)                                                                                                              | ₹ 350,000,000<br>(Total Facility Rs. 35 crores)                                                                                  | ₹ 500,000,000<br>(Total Facility Rs. 50 crores)                                                                                  | ₹ 250,000,000<br>(Total Facility Rs. 25 crores)                                                                                  | ₹ 250,000,000<br>(Total Facility Rs. 25 crores)                                                                                       | ₹ 250,000,000<br>(Total Facility Rs. 25 crores)                                                                                           | ₹ 400,000,000<br>(Total Facility Rs. 40 crores)                                                                                                                                                                                      | ₹ 830,000,000<br>(Total Facility Rs. 90 crores)                                                                                                                          | ₹ 450,000,000<br>(Total Facility Rs. 45 crores)                                                                                                                          | ₹ 170,000,000<br>(Total Facility Rs. 17 crores)                                                                                                                          | ₹ 300,000,000<br>(Total Facility Rs. 30 crores)                                                                              | ₹ 300,000,000<br>(Total Facility Rs. 30 crores)                                                                                                 |
|                                                                                                                                                                            | Ratio of A / B                                                                                                                                                               | 2.05                                                                                                                             | 2.06                                                                                                                             | 2.06                                                                                                                             | 2.06                                                                                                                                  | 2.06                                                                                                                                      | 2.06                                                                                                                                                                                                                                 | 0.77                                                                                                                                                                     | 1.03                                                                                                                                                                     | 0.77                                                                                                                                                                     | 1.29                                                                                                                         | 1.39                                                                                                                                            |
| End use of money                                                                                                                                                           | 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.                                  |                                                                                                                                                                              |                                                                                                                                  |                                                                                                                                  |                                                                                                                                  |                                                                                                                                       |                                                                                                                                           |                                                                                                                                                                                                                                      |                                                                                                                                                                          |                                                                                                                                                                          |                                                                                                                                                                          |                                                                                                                              |                                                                                                                                                 |
| (a) Any other reason (please specify)                                                                                                                                      |                                                                                                                                                                              | General Corporate purpose of Borrower<br>(current additional pledge created to meet security margin shortfall)                   | General Corporate purpose of Borrower<br>(current additional pledge created to meet security margin shortfall)                   | General Corporate purpose of Borrower<br>(current additional pledge created to meet security margin shortfall)                   | General Corporate purpose of Borrower<br>(current additional pledge created to meet security margin shortfall)                        | General Corporate purpose of Borrower<br>(current additional pledge created to meet security margin shortfall)                            | General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes<br>(current additional pledge created to meet security margin shortfall) | Advances to related / associate entities of the Borrower for their respective business purposes<br>(current additional pledge created to meet security margin shortfall) | Advances to related / associate entities of the Borrower for their respective business purposes<br>(current additional pledge created to meet security margin shortfall) | Advances to related / associate entities of the Borrower for their respective business purposes<br>(current additional pledge created to meet security margin shortfall) | Repayment of Existing Debt<br>(current additional pledge created to meet security margin shortfall)                          | Repayment of Existing Debt<br>(current additional pledge created to meet security margin shortfall)                                             |

Note 1: For all other pledge, value for the Pledge created/released are based on date of further creation/release of respective Pledge/Encumbrance and accordingly date of creation/release of encumbrance reflects latest date of pledge/encumbrance so additionally created/released.  
# This figures shows net impact of pledge created and released by all the Promoters together.

For Kalpataru Constructions Private Limited

  
Amit Shah  
Authorised Signatory

Place: Mumbai  
Date: 24th February, 2020

# K. C. HOLDINGS PRIVATE LIMITED

24<sup>th</sup> February, 2020

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra – Kurla Complex, Bandra (E)  
Mumbai – 400 051

**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. ((Creation of Pledge- recoup of margin shortfall))**

Dear Sir,

In order to meet security margin shortfall, as per agreed terms of the existing financial facility, the Company has created pledge in favour of J M Financial Credit Solutions Limited and Aditya Birla Finance Limited [hereinafter referred as Lender(s)] over 6,15,000 and 7,63,000 Equity Shares respectively, of Kalpataru Power Transmission Limited on 20<sup>th</sup> February, 2020, which were held by the Company.

The Company has not availed any additional finance facility, against creation of the aforesaid pledge of additional shares.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in this regard.

Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies

We request you to take note of the same.

Thank you,

Yours faithfully,

**For K. C. HOLDINGS PRIVATE LIMITED**

  
**AMIT SHAH**  
**AUTHORISED SIGNATORY**

Encl: As above

**K. C. HOLDINGS PRIVATE LIMITED**

**CIN: U65990MH1981PTC024688**

Regd. Office: 101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400 055.

**Annexure - II**

**Format for disclosure of reasons for encumbrance**

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

|                                                                                   |                                                                                                                                                  |
|-----------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of listed company                                                            | <b>KALAPTARU POWER TRANSMISSION LIMITED</b>                                                                                                      |
| Name of the recognised stock exchanges where the shares of the company are listed | National Stock Exchange of India Limited (NSE)<br>BSE Limited (BSE)                                                                              |
| Name of the promoter(s) / PACs whose shares have been encumbered                  | 1. Kalpataru Constructions Private Ltd<br>2. Kalpataru Properties Private Limited<br>3. <b>K C Holdings Private Limited</b><br>4. Parag M. Munot |
| Total promoter shareholding in the listed company                                 | No. of shares – <b>8,41,14,663</b><br>% of total share capital - <b>54.37 %</b>                                                                  |
| Encumbered shares as a % of promoter shareholding                                 | <b>44.91%</b>                                                                                                                                    |
| Whether encumbered share is 50% or more of promoter shareholding                  | <b>YES / NO</b>                                                                                                                                  |
| Whether encumbered share is 20% or more of total share capital                    | <b>YES / NO (22.41%)</b>                                                                                                                         |

**Details of all the existing events/ agreements pertaining to encumbrance**

| Particulars                                                                                                                                                                |                                                                                                                                                                                                  | Encumbrance 1<br>(Date of creation of encumbrance: 20-Feb-20 )<br><br><b>Date of Agreement: 22/08/2019</b>                                                                                                           | Encumbrance 2<br>(Date of creation of encumbrance: 20-Feb-20) pls refer note 1<br><b>Date of Agreement: 04/10/2017</b>                                                                                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) |                                                                                                                                                                                                  | Pledge                                                                                                                                                                                                               | Pledge                                                                                                                                                                                                        |
| No. and % of shares encumbered                                                                                                                                             |                                                                                                                                                                                                  | <b>Total Encumbrance : 72,02,658</b><br>% of total share capital: <b>~4.66%</b>                                                                                                                                      | <b>Total Encumbrance : 98,50,000</b><br>% of total share capital: <b>~6.37%</b>                                                                                                                               |
| Specific details about the encumbrance                                                                                                                                     | Name of the entity in whose favour shares encumbered (X)                                                                                                                                         | JM FINANCIAL CREDIT SOLUTIONS LIMITED                                                                                                                                                                                | ADITYA BIRLA FINANCE LIMITED                                                                                                                                                                                  |
|                                                                                                                                                                            | 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.                     | NBFC                                                                                                                                                                                                                 | NBFC                                                                                                                                                                                                          |
|                                                                                                                                                                            | Names of all other entities in the agreement                                                                                                                                                     | Listed company and its group companies (if any) –<br><br>1<br>2<br><br>Other entities (if any) –<br>1) K C Holdings Private Limited<br>2) JM FINANCIAL CREDIT SOLUTIONS LIMITED<br>3) Kalpataru Land Private Limited | Listed company and its group companies (if any) –<br><br>1<br>2<br><br>Other entities (if any) –<br>1) K C Holdings Private Limited<br>2) ADITYA BIRLA FINANCE LIMITED<br>3) Ananta Landmarks Private Limited |
|                                                                                                                                                                            | Security Provider----><br>Lender----><br>Borrower---->                                                                                                                                           |                                                                                                                                                                                                                      |                                                                                                                                                                                                               |
|                                                                                                                                                                            | 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 | <b>No</b>                                                                                                                                                                                                            | <b>No</b>                                                                                                                                                                                                     |

*Shiv*

|                              |                                                                                                                                           |                                                                                                                |                                                                                                                |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A)                                                                                      | 2,680,109,042                                                                                                  | 3,665,185,000.00                                                                                               |
|                              | Amount involved (against which shares have been encumbered) (B)                                                                           | 1,300,000,000                                                                                                  | 1,760,000,000                                                                                                  |
|                              | Ratio of A / B                                                                                                                            | (Total Facility Rs. 130 crores)<br>2.06                                                                        | (Total Facility Rs. 200 crores)<br>2.08                                                                        |
| End use of money             | 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. |                                                                                                                |                                                                                                                |
|                              | (a) Any other reason (please specify)                                                                                                     | General Corporate Purpose of Borrower<br>(Current additional pledge created to meet security margin shortfall) | General Corporate Purpose of Borrower<br>(Current additional pledge created to meet security margin shortfall) |

Note 1: For all other pledge, value for the Pledge created/released are based on date of further creation/release of respective Pledge/Encumbrance and accordingly date of creation/release of encumbrance reflects latest date of pledge/encumbrance so additionally created/released.

# This figures shows net impact of pledge created and released by all the Promoters together.

For K C Holdings Private Limited

Amit Shah  
Authorised Signatory

Place: Mumbai

Date: 24th February, 2020

# PARAG M. MUNOT

24<sup>th</sup> February, 2020

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block, Bandra-  
Kurla Complex, Bandra (E), Mumbai - 400 051.

**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal  
Street, Mumbai - 400 001

**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Creation of Pledge- recoup of margin shortfall)**

Dear Sir,

In order to meet security margin shortfall, as per agreed terms of the existing financial facility of borrower entity, I have created pledge in favour of Kotak Mahindra Investments Limited over 1,25,000 Equity Shares of Kalpataru Power Transmission Limited on 20<sup>th</sup> February, 2020, which are held by me.

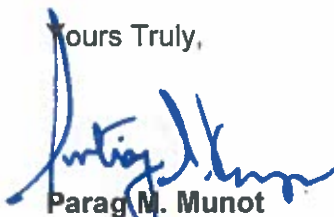
The borrower entity has not availed any additional finance facility, against creation of the aforesaid pledge of additional shares.

Please find attached herewith the disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in this regard.

Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies

I request you to take note of the same.

Yours Truly,



**Parag M. Munot**  
(Through his constituted Attorney Mr. Imtiaz I. Kanga)

Encl: As above

|                                                                                                                                                                            |                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Annexure - II                                                                                                                                                              |                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
| Format for disclosure of reasons for encumbrance                                                                                                                           |                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
| (In addition to Annexure - I prescribed by way of circular dated August 05, 2015)                                                                                          |                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
| Name of listed company                                                                                                                                                     |                                                                                                                                                                                                  | KALAPTARU POWER TRANSMISSION LIMITED                                                                                                                                                                                                     |
| Name of the recognised stock exchanges where the shares of the company are listed                                                                                          |                                                                                                                                                                                                  | National Stock Exchange of India Limited (NSE)<br>BSE Limited (BSE)                                                                                                                                                                      |
| Name of the promoter(s) / PACs whose shares have been encumbered                                                                                                           |                                                                                                                                                                                                  | 1. Kalpataru Constructions Private Limited<br>2. Kalpataru Properties Private Limited<br>3. K C Holdings Private Limited<br>4. Parag M. Munot                                                                                            |
| Total promoter shareholding in the listed company                                                                                                                          |                                                                                                                                                                                                  | No. of shares – 8,41,34,663<br>% of total share capital - 54.37 %                                                                                                                                                                        |
| Encumbered shares as a % of promoter shareholding                                                                                                                          |                                                                                                                                                                                                  | 44.91%                                                                                                                                                                                                                                   |
| 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 (24.41%)                                                                                                                                                                                                                        |
| Details of all the existing events/ agreements pertaining to encumbrance                                                                                                   |                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
| Particulars                                                                                                                                                                |                                                                                                                                                                                                  | Encumbrance 1<br>(Date of creation of encumbrance: 20-Feb-19 ) (PI refer note 1)<br>Date of Agreement: 13/09/2017                                                                                                                        |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) |                                                                                                                                                                                                  | Pledge                                                                                                                                                                                                                                   |
| No. and % of shares encumbered                                                                                                                                             |                                                                                                                                                                                                  | No. of shares: 14,00,000<br>% of total share capital: ~0.90%                                                                                                                                                                             |
| Specific details about the encumbrance                                                                                                                                     | Name of the entity in whose favour shares encumbered (X)                                                                                                                                         | Kotak Mahindra Investments Limited                                                                                                                                                                                                       |
|                                                                                                                                                                            | 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.                     | NBFC                                                                                                                                                                                                                                     |
|                                                                                                                                                                            | Names of all other entities in the agreement                                                                                                                                                     | Listed company and its group companies (if any) –<br><br>1<br>2<br><br>Other entities (if any) –<br>Security Provider—> 1) Mr. Parag Munot<br>Lender—> 2) Kotak Mahindra Investments Limited<br>Borrower—> 3) Neo Pharma Private Limited |
|                                                                                                                                                                            | 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 | No                                                                                                                                                                                                                                       |

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|                              |                                                                                                                                           |                                                                                                                 |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A)                                                                                      | 520,940,000                                                                                                     |
|                              | Amount involved (against which shares have been encumbered) (B)                                                                           | 250,000,000<br>(Total Facility Rs. 50 crores)                                                                   |
|                              | Ratio of A / B                                                                                                                            | 2.08                                                                                                            |
| End use of money             | 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. |                                                                                                                 |
|                              | (a) Any other reason (please specify)                                                                                                     | General corporate purposes of Borrower<br>(Current additional pledge created to meet security margin shortfall) |

Note 1: For all other pledge, value for the Pledge created/released are based on date of further creation/release of respective Pledge/Encumbrance and accordingly date of creation/release of encumbrance reflects latest date of pledge/encumbrance so additionally created/released.

# This figures shows net impact of pledge created and released by all the Promoters together.

Parag M. Munot  
(Through his constituted Attorney Mr. Imtiaz I. Kanga)

Place: Mumbai

Date: 24th February, 2020

# KALPATARU PROPERTIES PRIVATE LIMITED

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24<sup>th</sup> February, 2020

|                                                                                                                                                        |                                                                                      |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| <b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>Plot no. C/1, G Block,<br>Bandra-Kurla Complex,<br>Bandra (E), Mumbai - 400 051. | <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400001. |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|

**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Creation of Pledge - recoup of margin shortfall)**

Dear Sir,

In order to meet security margin shortfall, as per agreed terms of the existing financial facility, the Company has created pledge in favour of IDBI Trusteeship Services Limited on behalf of Tata Capital Financial Services Ltd. [hereinafter referred as Lender] over 2,10,000 Equity Shares of Kalpataru Power Transmission Limited on 20<sup>th</sup> February, 2020, held by the Company.

The Company has not availed any additional finance facility, against creation of the aforesaid pledge of additional shares in favour of the Lender.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in this regard.

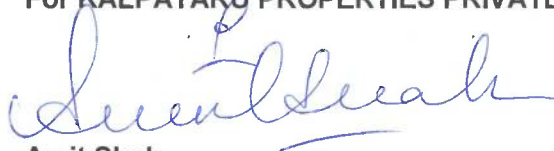
Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies.

We request you to take note of the same.

Thank you,

Yours faithfully,

**For KALPATARU PROPERTIES PRIVATE LIMITED**



**Amit Shah**  
**Authorised Signatory**

Encl: As above

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**CIN: U74210MH1975PTC018371**

Regd. Office: 101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400 055

Email: [corpgo.kppl@gmail.com](mailto:corpgo.kppl@gmail.com)

| Annexure - II                                                                                                                                                                                                                  |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Format for disclosure of reasons for encumbrance<br>(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)                                                                                          |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
| Name of listed company                                                                                                                                                                                                         |                                                                                                                                                                                                  | KALAPTARU POWER TRANSMISSION LIMITED                                                                                                                                                                                                                                    |  |
| Name of the recognised stock exchanges where the shares of the company are listed                                                                                                                                              |                                                                                                                                                                                                  | National Stock Exchange of India Limited (NSE)<br>BSE Limited (BSE)                                                                                                                                                                                                     |  |
| Name of the promoter(s) / PACs whose shares have been encumbered                                                                                                                                                               |                                                                                                                                                                                                  | 1. Kalpataru Constructions Private Limited<br>2. Kalpataru Properties Private Limited<br>3. K C Holdings Private Limited<br>4. Parag M. Munot                                                                                                                           |  |
| Total promoter shareholding in the listed company                                                                                                                                                                              |                                                                                                                                                                                                  | No. of shares – 8,41,14,663<br>% of total share capital - 54.37%                                                                                                                                                                                                        |  |
| Encumbered shares as a % of promoter shareholding                                                                                                                                                                              |                                                                                                                                                                                                  | 44.91% #                                                                                                                                                                                                                                                                |  |
| 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 (24.41%) #                                                                                                                                                                                                                                                     |  |
| Details of all the existing events/ agreements pertaining to encumbrance                                                                                                                                                       |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
| Particulars                                                                                                                                                                                                                    |                                                                                                                                                                                                  | Encumbrance 1<br>(Date of creation of encumbrance: 20th February, 2020 ) (PI refer note 1)<br>Date of Agreement: 15th March, 2018                                                                                                                                       |  |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)                                                     |                                                                                                                                                                                                  | Pledge                                                                                                                                                                                                                                                                  |  |
| No. and % of shares encumbered                                                                                                                                                                                                 |                                                                                                                                                                                                  | No. of shares: 27,70,000<br>% of total share capital: ~1.79%                                                                                                                                                                                                            |  |
| Specific details about the encumbrance                                                                                                                                                                                         | Name of the entity in whose favour shares encumbered (X)                                                                                                                                         | IDBI Trusteeship Services Limited (Trustee)                                                                                                                                                                                                                             |  |
|                                                                                                                                                                                                                                | 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.                     | NBFC                                                                                                                                                                                                                                                                    |  |
|                                                                                                                                                                                                                                | Names of all other entities in the agreement                                                                                                                                                     | Listed company and its group companies (if any) –<br>1<br>2<br><br>Other entities (if any) –<br>1) Kalpataru Properties Private Limited (Borrower and Pledgor)<br>2) Tata Capital Financial services Limited (Lender)<br>3) IDBI Trusteeship Services Limited (Trustee) |  |
|                                                                                                                                                                                                                                | 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 | No                                                                                                                                                                                                                                                                      |  |
| Security Cover / Asset Cover                                                                                                                                                                                                   | Value of shares on the date of event / agreement (A)                                                                                                                                             | 1,030,717,000                                                                                                                                                                                                                                                           |  |
|                                                                                                                                                                                                                                | Amount involved (against which shares have been encumbered) (B)                                                                                                                                  | 500,000,000                                                                                                                                                                                                                                                             |  |
|                                                                                                                                                                                                                                | Ratio of A / B                                                                                                                                                                                   | 2.06<br>(Total Facility Rs. 50 crores)                                                                                                                                                                                                                                  |  |
| End use of money                                                                                                                                                                                                               | 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.<br><br>(a) Any other reason (please specify)           | General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes. (current additional pledge created to meet security margin shortfall)                                      |  |
| Note 1: Value for the Pledge created is based on date of further creation of respective Pledge/Encumbrance and accordingly date of creation of encumbrance reflects latest date of pledge/encumbrance so additionally created. |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
| #This figures shows net impact of pledge created and released by all the Promoters together.                                                                                                                                   |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
| For Kalpataru Properties Private Limited<br><br>Amit Shah<br>Authorised Signatory                                                           |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |
| Place: Mumbai<br>Date: 24th February, 2020                                                                                                                                                                                     |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                         |  |