

11th February 2020

The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051.

Symbol : KAPSTON

Dear Sir/Madam,

Sub: Disclosure under Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Pursuant to Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed the disclosure regarding pledge of shares received from Mr. Srikanth Kodali, Managing Director and Promoter.

This is for your information and records.

Thanking you

For Kapston Facilities Management Limited,


Amreen Guinaaz,
Company Secretary



Annexure-II

Format for disclosure of reasons for encumbrance

Name of listed company	Kapston Facilities Management Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange Limited (Emerge)
Name of the promoter(s)/PACs whose shares have been encumbered	Mr. Srikanth Kodali
Total Promoter shareholding in the listed company	73,91,695 equivalent to-72.86%
Encumbered shares as a % of promoter shareholding	51,73,471 equivalent to 70% of promoters holding
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

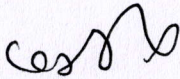
Details of all the existing events/agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance: 26 th May,2015)	Encumbrance 2 (Date of creation of encumbrance 10 th February 2020)
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 – as per share pledge agreement executed on 26 th May,2015	Equity Shares allotted as Bonus Shares on the pledged shares are pledged on 10 th February 2020. Total Number of Equity shares which are issued as Bonus Shares and are pledged is 7,39,067 equity shares
No. and % of shares encumbered		No. of shares : 44,34,404 % of total share capital : 51%	No. of shares : 51,73,471% of total share capital: 51%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	National Skill Development Corporation.	National Skill Development Corporation.
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the	No National Skill Development Corporation (NSDC) is a not-for-profit public limited company incorporated on July 31, 2008	No National Skill Development Corporation (NSDC) is a not-for-profit public limited company incorporated on

	nature of the business of the entity.	under section 25 of the Companies Act, 1956. NSDC was set up by Ministry of Finance as Public Private Partnership (PPP) model.	July 31, 2008 under section 25 of the Companies Act, 1956. NSDC was set up by Ministry of Finance as Public Private Partnership (PPP) model.
	Names of all other entities in the agreement	Listed company and its group companies (if any)- Not Applicable Other entities (if any) – Not Applicable	Listed company and its group companies (if any)- Not Applicable Other entities (if any) – Not Applicable
	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	No
Security Cover/ Asset Cover	Value of shares on the date of event/ agreement (A)	Equity Shares 44,34,404 * Share price Rs. 92 =Rs.407,965,168 (Share price is the price at which the securities of the company got listed on NSE Emerge as on April 04,2018)	Equity Shares 51,73,471 * Share price Rs. 92 =Rs.475,959,332 (Share price is the price at which the securities of the company got listed on NSE Emerge as on April 04,2018)
	Amount involved (against which shares have been encumbered) (B)	Rs.4,34,17,139/-	Rs.4,34,17,139/-
	Ratio of A/B	9.40	10.96
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)	For the benefit of the Company. The Company has raised the above-mentioned funds in the year 2015 for setting up own training centres proposed to be operated directly by Kapston Facilities Management Limited. The utilisation schedule and repayment schedule is enclosed as Annexure.	

Note : In the Encumbrance 2 column the bonus shares allotted on pledged shares are added, Originally pledged shares are 44,34,404, bonus shares portion on the pledged shares is 7,39,067, therefore total pledged shares is 51,73,471.

The Encumbrance 2 Column represent the total no. of shares pledged with National Skill Development Corporation as on February 10,2020.



Signature of the Authorised Signatory

Place : Hyderabad

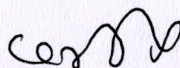
Date : February 11,2020.

Disbursement and Utilization Schedule**(Amount in Lakhs)**

Particulars	Yr 1	Yr 2	Yr 3	Total
Promoter's Contribution	52.86	66.14	27.00	146.00
NSDC Funding	158.59	-	275.58	434.17
Total Sourcing	211.46	66.14	302.57	580.17
Investment in Capex	95.40	-	172.02	267.42
Investment in Content Development	25.00	-	0.00	25.00
Working Capital Requirement	33.34	66.14	130.55	230.03
Operational loss	57.72	-	-	57.72
Total project cost	211.46	66.14	302.57	580.17

CAPEX**(Amount in Lakhs)**

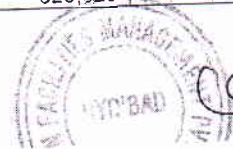
Particulars	Yr 1	Yr 2	Yr 3
Computers & Laptop	22.87	-	36.89
Projectors	5.44		9.88
Printers & Photocopies	2.59	-	3.70
ERP-Education and Control	-	-	-
Furnishing, Furniture and Fixtures	51.00	-	98.40
Training and equipment	6.00	-	11.58
Invertors /UPS	7.50	-	11.58
Content Development cost	25.00	-	-
Total	120.40	-	172.02



Repayment Schedule:

(in Rs)

Year	Quarter	Principal Balance	Principal Repayment	Closing Balance	Interest Due	Interest Repayment	Total Repayment	Annual Repayment
Year 1	Q1	15,859,836	-	15,859,836	237,898	237,898	237,898	951,590
	Q2	15,859,836	-	15,859,836	237,898	237,898	237,898	
	Q3	15,859,836	-	15,859,836	237,898	237,898	237,898	
	Q4	15,859,836	-	15,859,836	237,898	237,898	237,898	
Year 2	Q1	15,859,836	-	15,859,836	237,898	237,898	237,898	951,590
	Q2	15,859,836	-	15,859,836	237,898	237,898	237,898	
	Q3	15,859,836	-	15,859,836	237,898	237,898	237,898	
	Q4	15,859,836	-	15,859,836	237,898	237,898	237,898	
Year 3	Q1	43,417,140	-	43,417,140	651,257	651,257	651,257	2,605,028
	Q2	43,417,140	-	43,417,140	651,257	651,257	651,257	
	Q3	43,417,140	-	43,417,140	651,257	651,257	651,257	
	Q4	43,417,140	-	43,417,140	651,257	651,257	651,257	
Year 4	Q1	43,417,140	1,550,612	41,866,527	651,257	651,257	2,201,869	8,667,922
	Q2	41,866,527	1,550,612	40,315,915	627,998	627,998	2,178,610	
	Q3	40,315,915	1,550,612	38,765,303	604,739	604,739	2,155,351	
	Q4	38,765,303	1,550,612	37,214,691	581,480	581,480	2,132,092	
Year 5	Q1	37,214,691	1,550,612	35,664,079	558,220	558,220	2,108,832	8,295,775
	Q2	35,664,079	1,550,612	34,113,467	534,961	534,961	2,085,573	
	Q3	34,113,467	1,550,612	32,562,855	511,702	511,702	2,062,314	
	Q4	32,562,855	1,550,612	31,012,243	488,443	488,443	2,039,055	
Year 6	Q1	31,012,243	1,550,612	29,461,630	465,184	465,184	2,015,796	7,923,628
	Q2	29,461,630	1,550,612	27,911,018	441,924	441,924	1,992,537	
	Q3	27,911,018	1,550,612	26,360,406	418,665	418,665	1,969,277	
	Q4	26,360,406	1,550,612	24,809,794	395,406	395,406	1,946,018	
Year 7	Q1	24,809,794	1,550,612	23,259,182	372,147	372,147	1,922,759	7,551,481
	Q2	23,259,182	1,550,612	21,708,570	348,888	348,888	1,899,500	
	Q3	21,708,570	1,550,612	20,157,958	325,629	325,629	1,876,241	



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Year	Quarter	Principal Balance	Principal Repayment	Closing Balance	Interest Due	Interest Repayment	Total Repayment	Annual Repayment
	Q4	20,157,958	1,550,612	18,607,346	302,369	302,369	1,852,981	
Year 8	Q1	18,607,346	1,550,612	17,056,733	279,110	279,110	1,829,722	7,179,334
	Q2	17,056,733	1,550,612	15,506,121	255,851	255,851	1,806,463	
	Q3	15,506,121	1,550,612	13,955,509	232,592	232,592	1,783,204	
	Q4	13,955,509	1,550,612	12,404,897	209,333	209,333	1,759,945	
Year 9	Q1	12,404,897	1,550,612	10,854,285	186,073	186,073	1,736,686	6,807,187
	Q2	10,854,285	1,550,612	9,303,673	162,814	162,814	1,713,426	
	Q3	9,303,673	1,550,612	7,753,061	139,555	139,555	1,690,167	
	Q4	7,753,061	1,550,612	6,202,449	116,296	116,296	1,666,908	
Year 10	Q1	6,202,449	1,550,612	4,651,836	93,037	93,037	1,643,649	6,435,040
	Q2	4,651,836	1,550,612	3,101,224	69,778	69,778	1,620,390	
	Q3	3,101,224	1,550,612	1,550,612	46,518	46,518	1,597,130	
	Q4	1,550,612	1,550,612	0	23,259	23,259	1,573,871	
Total			43,417,140		13,951,436	13,951,436	57,368,576	57,368,576



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