

MANAV INVESTMENT & TRADING COMPANY LIMITED

Date: 30.04.2021

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

BSE Limited
First Floor, New Trading Wing
Rotunda Building, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700001

Dear Sirs/Madam,

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

Please find enclosed hereto declaration in Annexure- I in compliance of Regulation 31(1) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 with respect to creation of pledge dated 27.04.2021 and 28.04.2021 on shares of Kesoram Industries Limited held by the Company.

Further pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019, we are enclosing herewith disclosure of reasons for encumbrance by the Promoter and Promoter group in respect of Shares of Kesoram Industries Limited held by the Company in Annexure - II.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,
For **Manav Investment And Trading Company Limited**



Constituted Attorney

CC: **Kesoram Industries Limited**
9/1, R.N. Mukherjee Road
Kolkata-700001

Encl: As above





Annexure - II

Format for disclosure of reasons for encumbrance

Name of listed company	KESORAM INDUSTRIES LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) BSE LIMITED (BSE) THE CALCUTTA STOCK EXCHANGE LIMITED (CSE)
Name of the promoter(s) / PACs whose shares have been encumbered	MANAV INVESTMENT AND TRADING COMPANY LIMITED
Total promoter shareholding in the listed company	No. of Shares - 3,39,66,691 % of Total Share Capital - 20.61%
Encumbered shares as a % of promoter shareholding	87.26%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	NO

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 27.04.2021)
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: 43,19,125 % of total share capital: 2.62%
Specific details about the encumbrance	
Name of the entity in whose favour shares encumbered (X)	Anjana Projects Private 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.	No - NBFC.
Names of all other entities in the agreement	Listed company and its group companies (if any) – Nil (if any) – Euston Industries Limited and Anjana Projects Private Limited Other entities
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)	31,40,00,388.00
Amount involved (against which shares have been encumbered) (B) (in INR)	1,60,00,00,000.00
Ratio of A / B	19.63:100

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)	Repayment of existing loan of Manav Investment And Trading Company Limited (MITCL), Inter Corporate Deposit to Kesoram Industries Limited and for general corporate purposes of MITCL.
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For Manav Investment And Trading Company Limited


Constituted Attorney
Place: Kolkata
Date: 30.04.2021





Annexure - II

Format for disclosure of reasons for encumbrance

Name of listed company	KESORAM INDUSTRIES LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) BSE LIMITED (BSE) THE CALCUTTA STOCK EXCHANGE LIMITED (CSE)
Name of the promoter(s) / PACs whose shares have been encumbered	MANAV INVESTMENT AND TRADING COMPANY LIMITED
Total promoter shareholding in the listed company	No. of Shares - 3,39,66,691 % of Total Share Capital - 20.61%
Encumbered shares as a % of promoter shareholding	87.26%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	NO

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 28.04.2021)
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: 43,19,125 % of total share capital: 2.62%
Specific details about the encumbrance	
Name of the entity in whose favour shares encumbered (X)	Anjana Projects Private 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.	No - NBFC.
Names of all other entities in the agreement	Listed company and its group companies (if any) – Nil (if any) – Euston Industries Limited and Anjana Projects 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

Security Cover / Asset Cover

Value of shares on the date of event / agreement (A)	32,47,98,200.00
Amount involved (against which shares have been encumbered) (B) (in INR)	1,60,00,00,000.00
Ratio of A / B	20.30:100

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)	Repayment of existing loan of Manav Investment And Trading Company Limited (MITCL), Inter Corporate Deposit to Kesoram Industries Limited and for general corporate purposes of MITCL.
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For Manav Investment And Trading Company Limited



Constituted Attorney

Place: Kolkata

Date: 30.04.2021

