

RR INFRALANDS PRIVATE LIMITED

Date: June 9, 2021

Scrip Code – 533122
BSE Limited,
20th Floor, P.J. Tower,
Dalal Street, Mumbai – 400 001

RTNPOWER
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051.

Sub: Disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisitions of Shares & Takeovers) Regulations, 2011.

Dear Sir,

We RR Infralands Private Limited (the 'Company'), a Promoter entity of RattanIndia Power Limited ('RPL'), enclose a disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisitions of Shares & Takeovers) Regulations, 2011.

This is for your information and record.

For RR Infralands Private Limited

**HITNDER
KUMAR**
Digitally signed by HITNDER
KUMAR
DN: cn=HITNDER KUMAR, c=IN,
o=DELHI, ou=Personal,
serialNumber=134aa69681b490c,
405e9750745cc480eebd35c27086,
emailAddress=hit21407407
Date: 2021.06.09 11:52:51 +05'30'

**Hitnder Kumar
Authorised Signatory**

Encl.: As above

CC:

**The Board of Directors
RattanIndia Power Limited
A-49, Ground Floor, Road No. 4,
Mahipalpur, New Delhi – 110037.**

**RR INFRALANDS PRIVATE LIMITED
(CIN: U70102DL2013PTC247890)**

Registered Office: Plot No. A-103, Fifth Floor, N.H-8, Road No-4, Mahipalpur Extension, New Delhi - 110037
Tel: 011-46611666; Fax: +91 11 46611777
Email: secretarialgur@gmail.com

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance , in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011													
Name of the Target Company(TC)				RattanIndia Power Limited (the Company)									
Names of the Stock Exchanges where the shares of the target company are listed				National Stock Exchange of India Limited & BSE Limited									
Date of reporting				09.06.2021									
Name of the promoter or PAC on whose shares encumbrance has been created/ released / invoked				RR Infralands Private Limited									
Details of the creation/ invocation / release of encumbrance:													
Name of the Promoters or PACs with them	Promoter holding in the target company		Promoter holding already encumbered		Details of event pertaining to encumbrance							Post event holding of encumbered shares	
	No.of shares	% of total share capital1	No.of shares	% of total share capital1	Type of event (creation/ release / invocation)	Date of creation/ invocation / release of encumbrance	Type of encumbrance Pledge/ lien / non-disposal / undertaking / others	Reasons for encumbrance	No.of shares	% of total share capital1	Name of the entity in whose favour encumbered	No.of shares	% of total share capital1
RattanIndia Enterprises Limited	1,185,000,000	22.06	1,174,843,916	21.88	N.A.(existing encumbrance which has been reported in the past)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1,174,843,916	21.88
RR Infralands Private Limited	*1,188,224,169	22.13	929,805,530	17.31	Creation (No frsh creation, only change in the nature of Security)	04.06.2021	Creation of Pledge	An aggregate of 92,98,05,530 securities being (a) 49,94,81,361 equity shares of face value INR 10 each and 43,03,24,169 0.001% Compulsorily Convertible Debentures (CCDs) held by RR Infralands Private Limited (RRIPL)in the Target Company, stood pledged in favour of Vistra ITCL (India) Limited, the Security Trustee. Pursuant to exercise of the right of conversion by RRIPL, the CCDs have been converted inot an equivalent number of underlying equity shares of face value INR 10/- each, which have been pledged in favour of Security Trustee, in lieu of the converted CCDs	430,324,169	8.01	Vistra ITCL (India) Limited, the Security Trustee in favour of Aditya Birla ARC Limited.	929,805,530	17.31
Total	2,373,224,169	44.19										2,104,649,446	39.19
1.The percentage has been calculated on the equity share capital i.e. Rs. 5370,10,58,600/- comprising of 537,01,05,860 equity shares of face value Rs. 10 each.													

*This figure includes 43,03,24,169 0.001% Compulsorily Convertible Debentures, which stood pledged in favour of Vistra ITCL (INDIA) Limited, the pledgee. The CCDs were convertible into an equivalent number of equity shares of face value INR 10/- each.

For RR Infralands Private Limited
HITNDER KUMAR
Digitally signed by HITNDER KUMAR
 DN: cn=HITNDER KUMAR, o=RR Infralands Private Limited, email=h.kumar@rril.com, c=IN
 Reason: I am the Signatory
 Signature of the Authorised Signatory:
 Place : New Delhi
 Date : 09.06.2021

RR INFRA LANDS PRIVATE LIMITED

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	RattanIndia Power Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited and BSE Limited
Name of the promoter(s) / PACs whose shares have been Encumbered	RR Infralands Private Limited
Total promoter shareholding in the listed company	No. of shares – (a) 118,82,24,169 equity shares of Rs. 10/- each and % of total paid up equity share capital (Diluted) – 22.12% #
Encumbered shares as a % of promoter shareholding	78.25%
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: 04.06.2021)				
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: 92,98,05,530 Equity Shares of Rs. 10/- each % of total equity share capital (Diluted): 17.31% #				
Specific details about the encumbrance	<table> <tr> <td>Name of the entity in whose favour shares encumbered (X)</td><td>Vistra ITCL (India) Limited, Security Trustee for the Aditya Birla ARC Limited acting on behalf of, and in its capacity as trustee of ABARC-AST-002 TRUST ("ARC").</td></tr> <tr> <td>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.</td><td>No, Security Trustee for the ARC.</td></tr> </table>	Name of the entity in whose favour shares encumbered (X)	Vistra ITCL (India) Limited, Security Trustee for the Aditya Birla ARC Limited acting on behalf of, and in its capacity as trustee of ABARC-AST-002 TRUST ("ARC").	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, Security Trustee for the ARC.
Name of the entity in whose favour shares encumbered (X)	Vistra ITCL (India) Limited, Security Trustee for the Aditya Birla ARC Limited acting on behalf of, and in its capacity as trustee of ABARC-AST-002 TRUST ("ARC").				
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, Security Trustee for the ARC.				
	Names of all other entities in the agreement				
	1. RattanIndia Enterprises Limited 2. RR Infralands Private Limited 3. Vistra ITCL (India) Limited 4. RattanIndia Power Limited				

RR INFRA LANDS PRIVATE LIMITED
(CIN: U70102DL2013PTC247890)

Registered Office: Plot No. A-103, Fifth Floor, N.H-8, Road No-4, Mahipalpur Extension, New Delhi - 110037
Tel: 011-46611666; Fax: +91 11 46611777
Email: secretarialgur@gmail.com

HITENDER KUMAR
Digitally signed by HITENDER KUMAR
DN: cn=HITENDER KUMAR, c=IN, o=DELHI, ou=Personal, serialNumber=134a69681d490c4f, se9750755cc4b0eeb03c27d89ea1746ba03aaf21a07e0
Date: 2021.06.09 11:53:51 +05'30'

RR INFRALANDS 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)	INR 334.73 Crore ####
	Amount involved (against which shares have been encumbered) (B)	INR 2505.50 Crore
	Ratio of A / B	0.13:1
End money Use of	Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	For the benefit of RattanIndia Power Limited, the Listed Company. In terms of the Framework Facility Agreement dated December 31, 2019 and Supplemental And Amendment Deed to the Second Amended & Restated Deed of Pledge of Shares dated December 31, 2019, to the Second Amended and Restated Deed of Pledge of Shares dated March 21, 2016

The percentage has been calculated on the expanded equity share capital i.e. Rs. 53,70,56,86,600/- comprising of 537,05,68,660 equity shares of face value Rs. 10/- each being (i) 537,01,05,860 equity shares of face value of Rs. 10/- each currently outstanding and (ii) the expansions on account of exercise of 4,62,800 outstanding stock options into equivalent number of underlying equity shares of face value of Rs. 10/- each.

Company had in its disclosure made on January 9, 2020, disclosed that 80,57,24,169 CCDs held by it in RattanIndia Power Limited, had been pledged in favour of Security Trustee. On March 24, 2020, 37,54,00,000 Equity shares of face value of INR 10/- each were allotted to the Company consequent to the conversion of equivalent number of CCDs into Equity Shares. The 37,54,00,000 equity shares so issued, were pledged and accordingly a disclosure to that effect was duly intimated to Stock Exchanges on August 19, 2020. On February 11, 2021, 43,03,24,169 equity shares of face value of INR 10/- each were allotted to the Company consequent to the conversion of equivalent number of CCDs into Equity Shares. The 43,03,24,169 equity shares so issued, were pledged on June 4, 2021.

calculated on the basis of closing price of the equity shares of the Company on National Stock Exchange of India Limited as on June 4, 2021 i.e. Rs. 3.60.

For RR Infralands Private Limited

HITNDER KUMAR
Digitally signed by HITNDER KUMAR
 DN: cn=HITNDER KUMAR, c=IN,
 s=DILH, o=Personal,
 serialNumber=134a69681b490c4
 f5e9750745cc48ceebd35c27d86e
 a1746bac39eaf21a07e0
 Date: 2021.06.09 11:54:13 +05'30'

Hitnder Kumar
Authorised Signatory

Date : 09.06.2021.

RR INFRALANDS PRIVATE LIMITED
(CIN: U70102DL2013PTC247890)

Registered Office: Plot No. A-103, Fifth Floor, N.H-8, Road No-4, Mahipalpur Extension, New Delhi - 110037
 Tel: 011-46611666; Fax: +91 11 46611777
 Email: secretarialgur@gmail.com