

IHP FINVEST LTD.

Construction House, 2nd Floor, Walchand Hirachand Road, Ballard Estate, Mumbai - 400 001.

Tel. : 91-22-2270 5150 / 91-22-2261 8091 Fax : 91-22-2262 5150

CIN: U65920MH1996PLC103184

E-mail : ihpfinvest@yahoo.co.in

IHPFIN/SEBI/

7th April, 2023

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| 1. BSE Limited,
Corporate Relationship Department,
1st floor, New Trading Ring,
Round Bldg., Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai - 400001 | 2. National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051 | 3. Company Secretary,
The Indian Hume Pipe Co.Ltd.
Construction House,
5, Walchand Hirachand Road,
Ballard Estate, Mumbai - 400001 |
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Through email-id at corp.relations@bseindia.com Through email-id at takeover@nse.co.in Through email-id at smm@indianhumpipe.com

Dear Sirs,

Sub: Disclosures under Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as of 6th April, 2023

Pursuant to the provision of the Regulation 31(1) and 31 (2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, we are enclosing herewith disclosure in the prescribed format as per Annexure-I.

In addition to Annexure - I, we are also enclosing herewith disclosure of reasons for encumbrance of in Annexure-II.

This is for information, records and meeting the disclosure requirements.

Thanking You,



Yours faithfully,
For IHP Finvest Limited


(Rajas R. Doshi)

Director
DIN: 00050594

Encl: Annexure-I & Annexure-II

ANNEXURE – 1

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)					The Indian Hume Pipe Company Limited								
Names of the stock exchanges where the shares of the target company are listed					National Stock Exchange of India Limited Bombay Stock Exchange Limited								
Date of reporting					07.04.2023								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					IHP Finvest Limited, Persons Acting in concert (PAC): Mr. Rajas R. Doshi, Ms. Jyoti R. Doshi, Mr. Mayur R. Doshi, Mr. Aditya R. Doshi & M/s. Ratanchand Investment Private Limited								
Details of the creation of encumbrance:													
Name of the Promoter(s) Or PACs With him*		Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of Encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]}	
	Number:	% of total share capital:	Number	% of total share capital	Type of event (creation / release / invocation):	Date of creation/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others):	Reasons for encumbrance **:	Number:	% of share capital:	Name of the entity in whose favor shares encumbered ***:	Number:	% of total share capital:
IHP Finvest Limited (Promoter group)	3,19,34,160	65.92	1,01,69,493	20.99	Creation of Pledge	06.04.2023	Pledge	For the purpose of collateral security for working capital loans taken by the subsidiary Company, The Indian Hume Pipe Co. Ltd. #	15,25,502	3.15%	SBICAP Trustee Company Limited acting for and on behalf of consortium of banks led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd, Lenders of The Indian Hume Pipe Co. Ltd., subsidiary of the Company.	1,16,94,995	24.14

For IHP Finvest Limited



Rajas R. Doshi

Director

DIN:00050594

Date :07-04-2023

Place : Mumbai



*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

to provide security by way of pledge of such number of equity shares held by the Company in The Indian Hume Pipe Company Ltd., a listed company (Subsidiary), of the value of Rs.187.50 crores (Rupees One Hundred Eighty Seven Crores and Fifty Lakhs Only) from time to time, in favour of SBICAP Trustee Company Ltd. (Security Trustee) acting for and on behalf of the Consortium of Banks (Lenders of the subsidiary) led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd for substitution and release of 2nd charge of equitable mortgage on the subsidiary's land at Vadgaon (Budruk), Pune (Vadgaon land) held by the Consortium of Banks (Lenders of the subsidiary) led by State Bank of India as a collateral security for securing working capital facilities advanced to the subsidiary by its above consortium of Banks and subsequent release/revocation of pledge on such equity shares created above from time to time.

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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	The Indian Hume Pipe Company Limited
Name of the recognised stock exchanges where the shares of the Company are listed	BSE Ltd and National Stock Exchange of India Ltd
Name of the promoter(s) / PACs whose shares have been encumbered	IHP Finvest Limited
Total promoter shareholding in the listed Company	No. of shares : 31934160 65.92% of total share capital
Encumbered shares as a % of promoter shareholding	24.14%
Whether encumbered share is 50% or more of promoter shareholding	NO
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: 08-12-2021)	Encumbrance 2 (Add columns for each event/ agreement) 05-07-2022	Encumbrance 3 (Add columns for each event/ agreement) 07-10-2022	Encumbrance 4 (Add columns for each event/ agreement) 06-04-2023
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 of Equity Shares	Pledge of Equity Shares	Pledge of Equity Shares	Pledge of Equity Shares
No. and % of shares encumbered	90,86,504 Equity Shares 18.76 % of total share capital	7,36,679 Equity Shares 1.52% of total share capital	3,46,310 Equity Shares 0.71% of total share capital	15,25,502 Equity Shares 3.15% of total share capital
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (-)	SBICAP Trustee Company Limited, Security Trustee, acting for and on behalf of consortium of banks led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd, Lenders of The Indian Hume Pipe Co. Ltd.,	SBICAP Trustee Company Limited, Security Trustee, acting for and on behalf of consortium of banks led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd, Lenders of The Indian Hume Pipe Co. Ltd., subsidiary of the Company.	SBICAP Trustee Company Limited, Security Trustee, acting for and on behalf of consortium of banks led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd, Lenders of The Indian Hume Pipe Co. Ltd., subsidiary of the Company.



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	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.	Yes	Yes	Yes	Yes
	Names of all other entities in the agreement	<u>Listed Company and its group companies (if any)-</u> 1. IHP Finvest Ltd (Holding Company) 2. The Indian Hume Pipe Co.Ltd.(Subsidiary Company) <u>Other entities (if any)-</u> 1. SBICAP Trustee Co.Ltd (Security Trustee)	<u>Listed Company and its group companies (if any)-</u> 1. IHP Finvest Ltd (Holding Company) 2. The Indian Hume Pipe Co.Ltd.(Subsidiary Company) <u>Other entities (if any)-</u> 1. SBICAP Trustee Co.Ltd (Security Trustee)	<u>Listed Company and its group companies (if any)-</u> 1. IHP Finvest Ltd (Holding Company) 2. The Indian Hume Pipe Co.Ltd.(Subsidiary Company) <u>Other entities (if any)-</u> 1. SBICAP Trustee Co.Ltd (Security Trustee)	<u>Listed Company and its group companies (if any)-</u> 1. IHP Finvest Ltd (Holding Company) 2. The Indian Hume Pipe Co.Ltd.(Subsidiary Company) <u>Other entities (if any)-</u> 1. SBICAP Trustee Co.Ltd (Security 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	No	No	No
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs.187.50 Crores	Rs.187.50 Crores	Rs.187.50 Crores	Rs.187.50 Crores
	Amount involved (against which shares have been encumbered) (B)	Rs.187.50 Crores	Rs.187.50 Crores	Rs.187.50 Crores	Rs.187.50 Crores
	Ratio of A / B	1	1	1	1

Contd..-3-



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End us e 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 listed Company, The Indian Hume Pipe Company Limited. Pledge of Equity Shares of the face value of Rs.2/- each of the Company to provide security by way of pledge of such number of equity shares held by the Company in The Indian Hume Pipe Company Ltd., a listed company (Subsidiary), of the value of Rs.187.50 crores (Rupees One Hundred Eighty Seven Crores and Fifty Lakhs Only) from time to time, in favour of SBICAP Trustee Company Ltd. (Security Trustee) acting for and on behalf of the Consortium of Banks (Lenders of the subsidiary) led by State Bank of India (Leader of the Consortium) and other consortium member Banks viz. Bank of Baroda, HDFC Bank Ltd., Union Bank of India, IDFC First Bank Ltd., ICICI Bank Ltd. and Axis Bank Ltd for substitution and release of 2nd charge of equitable mortgage on the subsidiary's land at Vadgaon (Budruk), Pune (Vadgaon land) held by the Consortium of Banks (Lenders of the subsidiary) led by State Bank of India as a collateral security for securing working capital facilities advanced to the subsidiary by its above consortium of Banks and subsequent release/revocation of pledge on such equity shares created above from time to time.
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Yours faithfully,

For IHP Finvest Limited



Rajas R. Doshi

Director

DIN: 00050594



Dated : 07-04-2023

Place : Mumbai