

CTL/SAST/26-27/25317

April 09, 2026

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	National Stock Exchange of India Limited – Corporate Office Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051.
Company Name	Vardhman Polytex Limited

Dear Sir/ Madam,

Sub: Disclosure pursuant to Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to creation of encumbrance on the equity shares of Vardhman Polytex Limited

Pursuant to the disclosure required to be made under Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the creation of encumbrance on the equity shares of “**Vardhman Polytex Limited**” in favour of “**Catalyst Trusteeship Limited**” in the capacity of debenture trustee for the benefit of holders of inter alia Debenture Holder/s.

For **Catalyst Trusteeship Ltd**

Authorised Signatory

Name: Deesha Srikanth

Designation: Senior Vice President

Place: Mumbai

Encl: As above

CATALYST TRUSTEESHIP LIMITED

An ISO: 9001 Company

Registered Office : GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 Tel : +91 (20) 6680 7200
Delhi Office : 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi - 110 001 Tel : +91 (11) 4302 9101/02
Corporate Office : 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
Tel : +91 (22) 4922 0555 Fax : +91 (22) 4922 0505
CIN No. U74999PN1997PLC110262 Email : dt@ctltrustee.com Website : www.catalysttrustee.com

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Part A
Annexure

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	Vardhman Polytex Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Catalyst Trusteeship Limited acting as the debenture trustee on behalf of inter alia the holder/s of the Debentures.		
3. Whether the acquirer belongs to Promoter/Promoter group	Not Applicable		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) Shares in nature of encumbrance (pledge/lien/ non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	-	-	-

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<u>Details of acquisition:</u> a) Shares carrying voting rights acquired/ sold b) VRs acquired/sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares in nature of (Pledge/encumbrance/non-disposal undertaking/ lien/non-disposal undertaking /others) (Please refer Note 1) <u>Encumbrance</u>	- - 2,54,00,000 18,11,47,910	- - - 37.50%	- - 4.99% 35.63%
e) Total (a+b+c+d)	20,65,47,910	37.50%	40.62%
<u>After the acquisition, holding of acquirer along with PACs of :</u> a) Shares carrying voting rights b) VRs otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition d) Shares in nature of (Pledge/encumbrance/non-disposal undertaking (/lien/ /others)	- - 2,54,00,000 18,11,47,910	- - - 37.50%	- - 4.99% 35.63%
e) Total (a+b+c+d)	20,65,47,910	37.50%	40.62%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer /private	Pledge/non disposal undertaking/ over all share capital of the Target Company held by the Promoters at all time (including 37.50% of paid-up share capital		

placement of debentures, etc.)	of Target Company held by the Promoter/s)
7.Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-
8. Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	07-04-2026*
9.Equity share capital /total voting capital of the TC before the said acquisition/ sale	INR 48,30,19,004 (48,30,19,004 shares of Face value of Rs. 1 each)
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 48,30,19,004 (48,30,19,004 shares of Face value of Rs. 1 each)
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	INR 50,84,19,004 (50,84,19,004 shares of Face value of Rs. 1 each)

Note 1:

Vardhman Polytex Limited ("VPL") has entered into a debenture trust deed dated March 29, 2026 with Catalyst Trusteeship Limited (acting as debenture trustee) ("**Debenture Trust Deed**") in relation to the Debentures.

One of the terms of the Debenture Trust Deeds is that the Promoter Group of VPL shall create pledge on the Promoter Group's entire shareholding held by them in Vardhman Polytex Limited in favor of Catalyst Trusteeship Limited. The Promoter Group has also provided certain undertakings which is in the nature of 'encumbrance' with respect to its entire shareholding in VPL in favour of Catalyst Trusteeship Limited (acting as debenture trustee).

Such covenant is in the nature of 'encumbrance' (as defined in the Takeover Regulation) and is required to be disclosed.

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Note 2(*): As per terms of Unattested Share Pledge Agreement Cum Non-Disposal Undertaking dated 02nd April, 2026, the obligations of each Pledgor hereunder shall be effective from the Effective Date i.e. 07th April, 2026.

Signature of the acquirer:

For **Catalyst Trusteeship Ltd**

Authorised Signatory

Name: Deesha Srikanth

Designation: Senior Vice President

Place: Mumbai

Encl: As above

Date: April 09, 2026

Part-B

Name of the Target Company: Vardhman Polytex Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Catalyst Trusteeship Limited acting as Debenture Trustee on behalf of Debenture holders	No.	

Signature of the acquirer:

For **Catalyst Trusteeship Ltd**

Authorised Signatory

Name: Deesha Srikanth

Designation: Senior Vice President

Place: Mumbai

Encl: As above

Date: April 09, 2026

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

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