

Singapore VII Topco III Pte. Ltd.

77 Robinson Road, #13-00, Robinson 77, 068896, Singapore

Annexure – II**(Ref: Securities and Exchange Board of India circular dated August 7, 2019 bearing reference no. SEBI/HO/CFD/DCR1/CIR/P/2019/90)****Disclosure of reasons for encumbrance**

Name of listed company	Sona BLW Precision Forgings Limited (“Company”)
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited National Stock Exchange of India Limited
Name of the promoter(s)/ PACs whose shares have been encumbered	Singapore VII Topco III Pte. Ltd. (the Promoter of the TC) is a wholly owned subsidiary of BCP Topco I Pte. Ltd. (“PledgeCo”). On March 28, 2018 and February 21, 2019, the PledgeCo has created two respective pledges on its entire shareholding in Singapore VII Topco III Pte. Ltd., in favour of DB International Trust (Singapore) Limited (being the security agent) ("Security Agent"), as a security in relation to a facility availed by Singapore VII Topco III Pte. Ltd. (the “Facility”). The Company was listed on June 24, 2021. The Facility is proposed to be entirely repaid on or about June 29, 2021.
Total promoter shareholding in the listed company	The details of shareholding of Singapore VII Topco III Pte. Ltd. (i.e. the promoter of the Company) in the Company is as follows: No. of shares – 199,359,141 % of total share capital – 34.18%
Encumbered shares as a % of promoter shareholding	Singapore VII Topco III Pte. Ltd. (i.e. the promoter of the Company) has not encumbered any shares in the Company. Note: On March 28, 2018 and February 21, 2019 , the PledgeCo has created two respective pledges on its entire shareholding in Singapore Topco, in favour of the Security Agent as a security in relation to a facility availed by Singapore VII Topco III Pte. Ltd.
Whether encumbered share is 50% or more of promoter shareholding	Please refer to the Note set out above.
Whether encumbered share is 20% or more of total share capital	Please refer to the Note set out above.

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Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance (Date of creation of encumbrance: March 28, 2018 and February 21, 2019)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Please refer to the Note set out above.
No. and % of shares encumbered		Please refer to the Note set out above.
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	DB International Trust (Singapore) 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 DB International Trust (Singapore) Limited is the Security Agent
	Names of all other entities in the agreement	1. BCP Topco I Pte. Ltd. 2. Singapore VII Topco III Pte. Ltd. Other entities: 1. DB International Trust (Singapore) Limited 2. Deutsche Bank AG, Singapore Branch 3. Investec Bank plc 4. Sumitomo Mitsui Trust Bank, Limited 5. Taipei Fubon Commercial Bank Co., Ltd. Singapore Branch
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.?	NO The encumbrance is in respect of a U.S. Dollar term loan facility availed by Singapore Topco
	If yes, provide details about the instrument, including credit rating	Please refer to the Note set out above. If yes, 1. Name of the issuer: N.A. 2. Details of the debt instrument: N.A. 3. Whether the debt instrument is listed on stock exchanges? N.A. 4. Credit Rating of the debt instrument: N.A. 5. ISIN of the instrument:

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		N.A.
Security Cover/ Asset Cover	Value of shares on the date of event/ agreement (A)	No shares (as defined under the Takeover Regulations) have been encumbered. Please refer to the Note set out above.
	Amount involved (against which shares have been encumbered) (B)	No shares (as defined under the Takeover Regulations) have been encumbered. Please refer to the Note set out above.
	Ratio of A / B	Not applicable
End use of money	Borrowed amount to be utilized for what purpose -	Utilized primarily for financing the acquisition of the Company by Singapore VII Topco III Pte. Ltd.
	(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)	Not utilized for the benefit of the Company.

Signature of Authorised Signatory:



william nicholson

Place: Singapore

Date: June 24, 2021