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	Gayatri Projects Limited
Name of the recognized 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	T.V. Sandeep Kumar Reddy and T. Indira Reddy
Total promoter shareholding in the listed company	**No. of Shares :** 8,41,54,710 **% of total share capital :** 44.95
Encumbered shares as a % of promoter shareholding	100.00 %
Whether encumbered share is 50% or more of promoter shareholding	Yes
Whether encumbered share is 20% or more of total share capital	Yes

Details of all the existing events/ agreements pertaining to encumbrance

Particulars		Encumbrance 1: Date of creation of encumbrance: 21.11.2011	Encumbrance 2: Date of creation of encumbrance: 06.10.2012	Encumbrance 3: Date of creation of encumbrance: 30.03.2015 (105000 shares) 31.03.2015 (7605 shares) and 07.04.2016 (8096930 shares)	Encumbrance 4: Date of creation of encumbrance: 16.10.2017 (29571085 shares) and 05.12.2017 (428915 shares)	Encumbrance 5: Date of creation of encumbrance: 10.04.2019 (2346085 shares) and 11.04.2019 (1000000 shares)	Encumbrance 6: Date of creation of encumbrance: 15.05.2019	Encumbrance 7: Date of creation of encumbrance: 04.10.2019
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares: 20,00,000 % of total share capital:1.07	No. of shares: 3,81,88,690 % of total share capital:20.40	No. of shares: 82,09,535 % of total share capital: 4.39	No. of shares: 3,00,00,000 % of total share capital: 16.03	No. of shares: 33,46,085 % of total share capital:1.79	No. of shares: 4,05,000 % of total share capital: 0.22	No. of shares: 20,00,000 % of total share capital:1.07
Specific details about the encumbrance	Name of the entity in whose favour share	Canara Bank	IDBI Bank Ltd	IDBI Trusteeship Services Limited	Catalyst Trusteeship Limited	DLF Home Developers Limited	United Bank of India	Mentor Capital Limited

	s encumbered (X)							
	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	No, IDBI Trusteeship Services Limited provides Trusteeship services.	No, Catalyst Trusteeship Limited provides Trusteeship Services	No, The DLF Home Developers Limited, a company engaged in providing real estate services.	Yes	No, The Mentor Capital Limited is engaged in the business of providing financial services.
	Names of	Canara Bank	IDBI Bank Ltd	IDBI Trusteeship Services Limited	Catalyst Trusteeship	DLF Home Developers	United Bank of India	Mentor Capital Limited

	all other entities in the agreement			and Gayatri Projects Limited	Limited	Limited and Gayatri Projects Limited		
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instru	NO	NO	NO	YES Details as per **Annexure –A and B**	NO	NO	NO

	ment, including credit rating							
Security Cover / Asset Cover	**Value of shares on the date of event / agreement (A)**	Rs.2,66,40,000	Rs.80,69,27,020	Rs.87,30,84,047	Rs.583,95,00,000	Rs.57,23,47,839	Rs.6,19,85,250	Rs.22,51,00,000
	Amount involved (against which shares have been encumbered) (B)	Rs.44,72,00,000	Rs.1328102674	Rs.5756,32,00,000	Rs.300,00,00,000	Rs.48,00,00,000	Rs.100,00,00,000	Rs.15,00,00,000
	Ratio of A / B	0.060	0.608	0.015	1.947	1.192	0.062	1.500
End use of	**Borrowed**	The shares were pledged as a	The shares were pledged as a	The shares were pledged as a	The above shares were pledged to	The above shares were	The shares were pledged as a	Personal loan

money	**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**	security for the Working Capital Term Loan (WCTL) of Rs.34.27 Crs and Funded Interest Term Loan (FITL) of Rs.10.45 Crs availed by Gayatri Projects Limited from Canara Bank. The WCTL shall be repayable in 84 structured monthly instalments commencing from July 31, 2016 and ending with June 30, 2023. FITL shall be repayable in 57 structured monthly instalments commencing from July 31, 2016 and ending with March 31, 2021.	security for the FCL of USD equivalent to JPY 1900 Million (At present ECB Loan converted into RTL) sanctioned by IDBI Bank Ltd to Gayatri Projects Limited (GPL) for the purpose of meeting a part of fund requirement towards redemption of Foreign Currency Convertible Bonds (FCCBs) issued by GPL.	security for the Credit facilities (working Capital facilities) of Rs.5756.32 Crores sanctioned by Consortium Banks lead by Bank of Baroda (Consortium Leader) to Gayatri Projects Limited. Repayment as per Annexure - C	Catalyst Trusteeship Limited as a security for the issue of 800 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 80,00,00,000 by **Gayatri Hotels and Theatres Private Limited** and 220 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 220,00,00,000 by **Gayatri Energy Ventures Private Limited**.	pledged to DLF Home Developers Limited as security for the term loan of Rs. Rs.48.00 Crs availed by M/s. Gayatri Property Ventures Private Limited from DLF Home Developers Limited.	security for the Term loan of Rs.100.00 Crores sanctioned by United Bank of India to Gayatri Projects Limited for the purpose of financing the cash flow mismatch of the company for its ongoing project work under EPC/Turnkey contract basis. The repayment of the same be made in 84 structured monthly instalments commencing from July 31, 2016 and ending with June 30, 2023.	

	company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)							

(T. INDIRA REDDY)

Place: 07.10.2019
Date:Hyderabad

Annexure -A

Name of the issuer	GAYATRI HOTELS AND THEATRES PRIVATE LIMITED
Details of the debt instrument	800 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 80,00,00,000
Whether the debt instrument is listed on stock exchanges?	No
Credit Rating of the debt instrument	Not Applicable
ISIN of the instrument	INE800Z07019

Annexure -B

Name of the issuer	GAYATRI ENERGY VENTURES PRIVATE LIMITED
Details of the debt instrument	220 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 220,00,00,000
Whether the debt instrument is listed on stock exchanges?	No
Credit Rating of the debt instrument	Not Applicable
ISIN of the instrument	INE242M07012 for (700 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 70,00,00,000) and INE242M07020 for (1500 15.60% Secured Redeemable Non Convertible Debentures having face value of Rs.10,00,000 aggregating to Rs. 150,00,00,000)

Annexure - C

Repayment Details:

Facility	**Amount (Rs.in Cr)**	**Repayment Details**
Working Capital – Fund Based	1023.50	Working Capital Facility sanctioned to Gayatri Projects Limited payable on Demand
Working Capital – Non Fund Based	4497.16	
IDBI Bank – Term Loan	46.31	84 structured monthly instalments commencing from July 31, 2016 and ending with June 30, 2023.
Working Capital Term Loan	126.94	84 structured monthly instalments commencing from July 31, 2016 and ending with June 30, 2023.
Funded Interest Term Loan	62.41	57 structured monthly instalments commencing from July 31, 2016 and ending with March 31, 2021
Total :	**5756.32**	