

BSE Limited Phiroze JeeJeeBhoy Towers Dalal Street, Mumbai-400 001	National Stock Exchange of India Ltd. "Exchange Plaza" 5 th Floor, Plot No.C-1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai-400 051
SCRIP CODE : 523367	SCRIP CODE : DCMSHRIRAM

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	DCM Shriram Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Ltd., BSE Ltd.
Name of the promoter(s) / PACs whose shares have been Encumbered	Sumant Investments Private Limited Mr. Ajay S. Shriram Mr. Vikram S. Shriram Mr. Ajit S. Shriram
Total promoter shareholding in the listed Company	No. of shares – 10,37,54,784 % of total share capital – 66.53%
Encumbered shares as a % of promoter shareholding	76.65%
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

	Encumbrance 1 (Date of creation of encumbrance) 6 th March, 2017	Encumbrance 2 (Add columns for each event/ agreement) 19 th November 2018 (sanction letter of Lead Bank)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Non- Disposal Undertaking (Share Retention Agreement executed by above Promoters)	Working Capital Consortium Agreement executed by Company. (Standard Covenants on the Company include covenant by the Company that promoter's shares should not be pledged, and Company shall not permit any transfer of the Controlling interest without prior permission of Lead Bank. While no promoter is a party to the Consortium Agreement, disclosure is made here by way of abundant caution.)
No. and % of shares encumbered	% of total share capital: 51.0% No. of shares: 79530571 (presently)	% of total share capital: 51.0% No. of shares: 79530571 (presently)



Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	International Finance Corporation (IFC)	PNB (Lead Bank), SBI, HDFC, SCB, ICICI
	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.	IFC is an International Financial Institution	Multiple Banks as above
	Names of all other entities in the agreement Listed company and its group companies/ other entities (if any)	-	-
	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
Security Cover / Asset Cover	Value of shares as on the date of event/agreement (A)	Rs. 278.60 per share (Closing Market price as on the date of agreement, i.e. March 6, 2017) Rs.2215.72 Cr. (Approx.)	Rs. 403.80 per share (Closing Market price as on the date of sanction letter, i.e., November 19, 2018) Rs. 3211.44 Cr (Approx.)
	Amount involved (against which shares have been encumbered) (B)	USD 20 Million (About Rs 131.05 Cr : as per conversion rate on date of drawdown i.e. 16.03.2017 at USD/INR= 65.5260)	Rs. 1695Cr (Sanctioned Limit)
	Ratio of A / B	16.91	1.89
End use 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)	(a) No (b) Only for the benefit of listed company The borrowed amount of USD 20 Million was for Capital Expenditure, repayable in 17 equal semi -annual installments.	(a) No (b) Only for the benefit of listed company The borrowed amount limit is upto Rs 1695 Crores, for Working Capital requirement as per lead bank sanction letter, repayable on demand

Signature of Authorised Signatory of Sumant Investments Private Limited

For Sumant Investments (P) Ltd.


Signatures

Managing Director

Place: New Delhi
Date: 03.10.2019

