H. K. Mittal
Add: 214, NCPA Apartment, Nariman Point, Mumbai - 400 021
Tel: (o) 6637 3333/ ® 2287 0963/2281 2145

October 04, 2019

To,
The Relationship Manager
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip code: 526235

To,
The Relationship Manager
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051.
Scrip code: MERCATOR

Dear Sir/Madam,

Sub: <u>Additional disclosures under Reg. 31(1) read with Regulation 28(3) of SEBI (SAST) Regulations, 2011.</u>

With reference to the circular no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019, please find enclosed the disclosures of reasons for encumbrance of equity shares held in Mercator Limited in prescribed format.

The same may please be taken on record.

Thanking You
Yours Faithfully,

HARISH KUMAR MITTAL

Digitally signed by HARISH KUMAR MITTAL
DN: c=IN, o=Personal, postalCode=251001, st=Uttar Pradesh, 2.5.4.20=739d541628b03e3c9de3edb7635e34f3d13e7e3b92e5228601a6a425d6ea4e5, serialNumber=9b03b56e9c3bb4ea1d0a94a6973ff4567ea6c18f8a2076c9d3ab736bdb748d, cn=HARISH KUMAR MITTAL
Date: 2019.10.04 19:24:01 +05'30'

H. K. Mittal
Promoter

Annexure - II

Format for disclosure of reasons for encumbrance

Name of listed company	Mercator Limited
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	Harish Kumar Mittal
Total promoter shareholding in the listed company	No. of shares – 21193700 % of total share capital - 7.01
Encumbered shares as a % of promoter shareholding	70.23
Whether encumbered share is 50% or more of promoter shareholding	YES ~~/ NO~~
Whether encumbered share is 20% or more of total share capital	~~YES /~~ NO

Details of all the existing events/ agreements pertaining to encumbrance					
	Encumbrance 1 (25.04.2017)	Encumbrance 2 (26.02.2018)	Encumbrance 3 (10.10.2016)	Encumbrance 4 (25.03.2019)	Encumbrance 5 (07.08.2018)
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
No. and % of shares encumbered	No. of shares: 115,000 % of total share capital: 0.038	No. of shares: 800,000 % of total share capital: 0.264	No. of shares: 50,000 % of total share capital: 0.017	No. of shares: 11,118,800 % of total share capital: 3.676	No. of shares: 28,00,000 % of total share capital: 0.926
Specific details about the encumbrance					
Name of the entity in whose favour shares encumbered (X	Axis Finance Limited	Ambit Finvest Private Limited	Reliance Financial Limited	Anand Rathi Global Finance Ltd	Vayoo Nandan Finance Co Pvt Ltd
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~~/ NO~~	YES~~/ NO~~	YES~~/ NO~~	YES~~/ NO~~	YES~~/ NO~~
Names of all other entities in the agreement Listed company and its group companies (if any) – Other entities (if any) –	N.A.	N.A.	N.A.	AHM Investment Private Limited	N.A.
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 YES / NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	NO	NO	NO	NO	NO
Security Cover / Asset Cover					
Value of shares on the date of event / agreement (A)	Rs. 6054750	Rs. 29640000	Rs. 2352500	Rs. 75941404	Rs 63000000
Amount involved (against which shares have been encumb	Rs. 0	Rs. 0	Rs. 0	Rs. 71945176.47	Rs. 0
Ratio of A / B	0	0	0	1.055545455	0
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. (c) Any other reason (please specify)	b: for the benefit of the Company **Amount:** Rs 50 Crores **Purpose:** Medium term core working capital cash flow mismatch **Utilization:** Fully availed and utilised **Repayment Schedule:** Repaid **Remark:** The loan has been repaid in full, the share are held with Axis Finance Limited until TDS certificate being provided, which is issued to them and the Company is following up with the bank for release of shares	b: for the benefit of the Company **Amount:** Rs 15 Crores **Purpose:** Medium term core working capital cash flow mismatch **Utilization:** Fully availed and utilised **Repayment Schedule:** Repaid **Remark:** The loan has been repaid in full, the share are held with Ambit Finvest Private Limited for TDS certificate, which is issued to them and the Company is following up with the bank for release of shares	b: for the benefit of the Company **Amount:** Rs 7 Crores **Purpose:** Short term cash flow mismatch / working capital purpose **Utilization:** Fully availed and utilised **Repayment Schedule:** Repaid **Remark:** The loan has been repaid in full, the share are held with Reliance FInancial Limited for TDS certificate, which is issued to them and the Company is following up with the bank for release of shares	b: for the benefit of the Company **Amount:** Rs 20 Crores **Purpose:** medium term working capital cash flow mismatch **Utilization:** Fully availed and utilised **Repayment Schedule:** Already due and unpaid as on date. **Remark:** The shares have been propotionately divided between all promoter pledgees for a total loan amount pending of Rs. 16,00,00,000	b: for the benefit of the Company **Amount:** Rs 2.50 Crores **Purpose:** Short term cash flow mismatch **Utilization:** Fully availed and utilised Repayment Schedule: Repaid **Remark:** The loan has been repaid in full, the Company is following up for release of these shares

HARISH KUMAR MITTAL

Signature of Mr. H. K. Mittal
Place: Mumbai
Date: 04.10.2019