



Vivek Saraogi

504, Woodburn Central

5A, Bibhabati Bose Sarani

(Formerly : 5A, Woodburn Park Road), Kolkata - 700 020

P : (033) 6601 2222, 2287 1012, E : vivek@saraogigroup.org

22nd October, 2019

National Stock Exchange of India Limited Listing Deptt., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400051 Scrip Code: BALRAMCHIN	BSE Limited The Corporate Relationship Department, 1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400001 Scrip Code: 500038	The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata – 700 001 Scrip Code: 12012
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Dear Sir/ Madam,

Target Company: Balrampur Chini Mills Limited

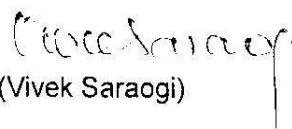
Sub: Revised disclosures under Regulation 31(1) and (2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

We refer to our disclosures dated 1st October, 2019 and 11th October, 2019 under the captioned Regulations in relation to creation of encumbrance. In this regard, we are enclosing the revised disclosures, clarifying as below:

The reasons for encumbrance, through the "Non-Disposal Undertaking", to be read as ***"Undertaking to continue as Promoter of Balrampur Chini Mills Limited"***.

The NDU is not a "collateral for loan taken by Associate Company (Auxilo Finserve Pvt. Ltd.)".

Thanking you,
Yours faithfully,


(Vivek Saraogi)

CC: Balrampur Chini Mills Limited

Annexure – II

Format for disclosure of reasons for encumbrance

(In addition to Annexure – I prescribed by way of circular dated August 05, 2015)

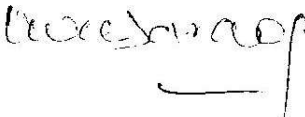
Name of listed company	BALRAMPUR CHINI MILLS LTD.
Name of the recognised stock exchanges where the shares of the company are listed	BSE / NSE / CSE
Name of the promoter(s) / PACs whose shares have been encumbered	VIVEK SARAOGI, KAMAL NAYAN SARAOGI (HUF), UDAIPUR COTTON MILLS CO. LTD., MEENAKSHI MERCANTILES LTD., NOVEL SUPPLIERS PVT. LTD.
Total promoter shareholding in the listed company	No. of shares – 9,04,20,566 % of total share capital – 41.10
Encumbered shares as a % of promoter shareholding	49.81 %
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 (Date of creation of encumbrance: 01.10.2019)	Encumbrance 2 (Add columns for each event/ agreement)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Undertaking to continue as Promoter	
No. and % of shares encumbered		No. of shares – 4,50,35,751 % of total share capital – 20.48	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	ICICI BANK 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	
	Names of all other entities in the agreement	Listed company and its group companies (if any) 1. Auxilo Finserve Pvt. Ltd. 2. ... Other entities (if any) – 1. 2.	

	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
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	N.A. (Refer Note)
	Amount involved (against which shares have been encumbered) (B)	Rs. 75,00,00,000/-
	Ratio of A / B	N.A. (Refer Note)
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)	Loan taken by associate company (Auxilo Finserve Pvt. Ltd) N.A.

Note : Since it is an undertaking to the lender that we will continue as promoters of **BALRAMPUR CHINI MILLS LTD.** this information is not relevant.

Signature of Authorised Signatory : 

Place: Kolkata

Date: 01.10.2019

ANNEXURE - 1

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquis Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)		BALRAMPUR CHINI MILLS LTD											
Names of the stock exchanges where the shares of the target company are listed		BSE / NSE / CSE											
Date of reporting		11/10/2019											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		SUMEDHA SARAOGI											
Details of the creation of encumbrance:													
Name of the promoter(s) or PACs with him*	Promoter holding in the target company (1)	% of total share capital	Promoter holding already encumbered (2)	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Post event holding of error shares (creation [(2)+(3)] / invocation [(1)+(3)]	% of total share capital
VIVEK SARAOGI	34469184	15.67	28051888	12.75	-	-	-	-	-	-	-	28051888	12.75
KAMAL NAYAN SARAOGI (HUF)	7121564	3.24	5341473	2.43	-	-	-	-	-	-	-	5341473	2.43
UDAPUR COTTON MILLS CO. LTD	5942001	2.70	4456501	2.03	-	-	-	-	-	-	-	4456501	2.03
MEENAKSHI MERCANTILES LTD.	6772084	3.08	5079063	2.31	-	-	-	-	-	-	-	5079063	2.31
NOVEL SUPPLIERS PVT. LTD.	2809101	1.27	2106826	0.96	-	-	-	-	-	-	-	2106826	0.96
SUMEDHA SARAOGI	25327099	11.51	0	0	Creation	10.13.2019	Non Disposal Undertaking	Undertaking to continue as promoters of BALRAMPUR CHINI MILLS LTD. for loan taken by associate company /Auxilio Finance Pvt. Ltd)	21021492	9.56	ICICI Bank	21021492	9.56
AVANTIKA SARAOGI	3339429	1.52	0	0	-	-	-	-	0	0	-	0	0
STUTI DHANIKA	4485675	2.04	0	0	-	-	-	-	0	0	-	0	0
VIVEK SARAOGI (HUF)	154029	0.07	0	0	-	-	-	-	0	0	-	0	0
Signature of Authorised Signatory 													
Place : Kolkata													
Date : 11.10.2019													

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.
 ** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.
 ***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

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	BALRAMPUR CHINI MILLS LTD.
Name of the recognised stock exchanges where the shares of the company are listed	BSE / NSE / CSE
Name of the promoter(s) / PACs whose shares have been encumbered	SUMEDHA SARAOGI
Total promoter shareholding in the listed company	No. of shares – 9,04,20,566 % of total share capital – 41.10
Encumbered shares as a % of promoter shareholding	73.06 %
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 (Date of creation of encumbrance: 01.10.2019)	Encumbrance 2 (Date of creation of encumbrance: 10.10.2019)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Undertaking to continue as Promoter	Undertaking to continue as Promoter
No. and % of shares encumbered	No. of shares – 4,50,35,751 % of total share capital – 20.48	No. of shares – 2,10,21,492 % of total share capital – 9.56
Specific details about the encumbrance	Name of the entity in whose favour shares 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.	ICICI BANK LTD ICICI BANK LTD
	YES/ NO	YES/ NO
Names of all other entities in the agreement	Listed company and its group companies (if any) 1. Auxilo Finserve Pvt. Ltd. 2. ... Other entities (if any) – 1. 2.	Listed company and its group companies (if any) 1. Auxilo Finserve Pvt. Ltd. 2. ... Other entities (if any) – 1. 2.

	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	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	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
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	N.A. (Refer Note)	N.A. (Refer Note)
	Amount involved (against which shares have been encumbered) (B)		Rs.75,00,00,000/-
	Ratio of A / B	N.A. (Refer Note)	N.A. (Refer Note)
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)	Loan taken by associate company (Auxilo Finserve Pvt. Ltd) N.A.	Loan taken by associate company (Auxilo Finserve Pvt. Ltd) N.A.

Note : Since it is an undertaking to the lender that we will continue as promoters of **BALRAMPUR CHINI MILLS LTD.** this information is not relevant.

Signature of Authorised Signatory : 

Place: Kolkata

Date: 11.10.2019