

# RR INFRALANDS PRIVATE LIMITED

August 19, 2020

Scrip Code - 533122

RTNPOWER

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**  
'Exchange Plaza'  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai - 400 051

**Sub: Disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sirs,

We RR Infralands Private Limited, enclose a disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and record.

Thanking you,

Yours truly,

For RR Infralands Private Limited

*Hitnder*  
Hitnder Kumar  
Authorised Signatory



Encl.: as above

CC:

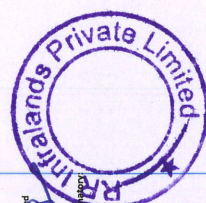
The Board of Directors  
RattanIndia Power Limited  
A-49, Ground Floor Road No. 4,  
Mahipalpur, New Delhi 110037

**RR INFRALANDS PRIVATE LIMITED**  
(CIN: U70102DL2013PTC247890)

Registered Office: Plot No. 103-A, F/F N.H. 8, Mahipalpur Extension, New Delhi 110037

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / Association of encumbrance / release of encumbrance, in terms of Regulation 11(i) and 11(j) of SEBI (Disclosure of Encumbrance, Release of Encumbrance, Association of Encumbrance) Regulations, 2011													
Name of the Target Company (TC)													
Name of the Promoter or PAC on whose shares encumbrance has been created / released / invoked													
Name of the Promoter or PAC on whose shares encumbrance has been created / released / invoked													
Details of the creation / Association / release of encumbrance:													
Name of the Promoters or PACs with whom	Promoter holding in the target company			Promoter holding already encumbered			Details of event pertaining to encumbrance						
	No. of shares <sup>1</sup>	% of total share capital <sup>2</sup>	No. of shares <sup>1</sup>	% of total share capital <sup>2</sup>	Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance Pledge / lien / non-disposal undertaking / release	Reason for encumbrance	No. of shares	% of total share capital <sup>2</sup>	Name of the entity in whose favour encumbered	Post event holding of encumbered shares	
Rattaindia Infrastructure Limited	1,195,000,000	22.06	1,174,843,916	21.87	N.A. (existing encumbrance which has been reported in the past)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1,174,843,916	21.87
RR InfraLands Private Limited	1,188,224,169	22.12	929,805,530	17.31	Creation (No fresh creation, only change in the nature of Security)	11.08.2020	Creation of Pledge	Out of the total 80,57,24,169 CCDs held in the Company by RR InfraLands Pvt Ltd, which was already under pledge in favour of Security Trustee, an aggregate of 37,54,00,000 CCDs have been converted into equivalent number of underlying Equity Shares in the Company. The equity shares so issued are pledged to replace the corresponding CCDs, which were under pledge.	375,400,000	6.99	Vetra ITC (India) Limited, the Security Trustee in favour of Aditya ITC Limited.	929,805,530	17.31
<b>Total</b>	<b>2,373,224,169</b>	<b>44.18</b>										<b>2,104,649,446</b>	<b>39.18</b>

1. Including 43,03,24,169 CCDs in RR InfraLands Private Limited.  
2. The percentage has been calculated on the diluted equity share capital i.e. Rs. 5370,80,54,600/- comprising of 537,08,05,460 equity shares of face value Rs. 10 each being (i) 993,97,81,693 equity shares of face value Rs. 10 each currently outstanding and (ii) the expansion on account of (a) assumed conversion of 43,03,24,169 CCDs into 43,03,24,169 equity shares of face value of Rs. 10 each and (b) exercise of 6,99,600 outstanding stock options into equivalent number of underlying equity shares of face value of Rs. 10 each.



For RR InfraLands Private Limited  
Signature of the Authorized Signatory  
Place: New Delhi  
Date: 19.08.2020

*(Handwritten signature)*

**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	RattanIndia Power Limited
Name of the recognised 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	RR Infralands Private Limited
Total promoter shareholding in the listed company	No. of shares – (a) 75,79,00,000 equity shares of Rs. 10/- each and (b) 0.001% 43,03,24,169 Compulsorily Convertible Debentures (CCDs) of Rs. 10/- each. convertible into an equivalent number of fully paid up equity shares of face value Rs. 10/- each.  % of total paid up equity share capital ( Diluted) – 22.12%#
Encumbered shares as a % of promoter shareholding	78.25%##
Whether encumbered share is 50% or more of promoter Shareholding	Yes
Whether encumbered share is 20% or more of total share Capital	No

**Details of all the existing events/ agreements pertaining to encumbrance**

	Encumbrance 1 (Date of creation of encumbrance: 11.08.2020)
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###
No. and % of shares encumbered	No. of shares: (a) 49,94,81,361 Equity Shares of Rs. 10/- each;  (b) 0.001 % 43,03,24,169 CCDs of Rs. 10/- each.  % of total equity share capital ( Diluted): 17.31%#
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.
	Vistra ITCL (India) Limited, Security Trustee for the Aditya Birla ARC Limited acting on behalf of, and in its capacity as trustee of ABARC-AST-002 TRUST ("ARC").  No, Security Trustee for the ARC.
	Names of all other entities in the agreement
	1. RattanIndia Infrastructure Limited 2. RR Infralands Private Limited 3. Vistra ITCL (India) Limited 4. RattanIndia Power Limited



	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
Security Cover / Asset Cover	Value of shares/CCDs on the date of event / agreement (A)	INR 595.15 Crore (the value of Equity is INR 164.83 Crore#### and the value of CCDs is INR 430.32 Crore)
	Amount involved (against which shares have been encumbered) (B)	INR 3039.29 Crore
	Ratio of A / B	0.20:1
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)	For the benefit of RattanIndia Power Limited, the Listed Company.  In terms of the Framework Facility Agreement dated December 31, 2019 and Supplemental And Amendment Deed to the Second Amended & Restated Deed of Pledge of Shares dated December 31, 2019, to the Second Amended and Restated Deed of Pledge of Shares dated March 21, 2016

# The percentage has been calculated on the expanded equity share capital i.e. Rs. 5370,80,54,600/- comprising of 537,08,05,460 equity shares of face value Rs. 10/- each being (i) 493,97,81,691 equity shares of face value of Rs. 10/- each currently outstanding and (ii) the expansions on account of (a) assumed conversion of 43,03,24,169 CCDs into 43,03,24,169 equity shares of face value of Rs. 10/- each and (b) exercise of 6,99,600 outstanding stock options into equivalent number of underlying equity shares of face value of Rs. 10/- each.

##The percentage has been calculated on the promoter shareholding i.e 118,82,24,169 shares of face value Rs. 10 each comprising of 75,79,00,000 equity shares of face value Rs. 10/- each and 43,03,24,169 equity shares of face value Rs. 10/- each which would arise out of conversion of 43,03,24,169 CCDs of Rs.10/- each (assuming the conversion of the CCDs).

###Company had in its disclosure made on January 9, 2020, disclosed that 80,57,24,169 CCDs held by it in RattanIndia Power Limited, had been pledged in favour of Security Trustee. On March 24, 2020, 37,54,00,000 Equity shares of face value of INR 10/- each were allotted to the Company consequent to the conversion of equivalent number of CCDs into Equity Shares. The 37,54,00,000 equity shares so issued, were pledged on August 11, 2020.

#### calculated on the basis of closing price of the equity shares of the Company on National Stock Exchange of India Limited as on August 10, 2020 i.e. Rs. 3.30.

For RR Infralands Private Limited

Hitnder Kumar  
Authorised Signatory

Date : 19.08.2020

