

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 Acquisition of Shares and Takeovers) Regulations, 2011


Name of the Target company(TC)	Ambuja Cements Limited
Name of the stock Exchanges where the shares of the target	BSE Ltd. & National Stock Exchange of India Ltd.
Date of reporting	16-09-2022
Name of the Promoter or PAC on whose shares	HOLDERIND INVESTMENTS LTD

Details of the creation of encumbrance:

Name of Promoter(s) or PACs with him (*)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)			Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares (creation[(2)+(3)] / release [(2)-(3)] /	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event(creation /release /invocation)	Date of creation /invocation/ release of encumbrance	Type of encumbrance (pledge /lien/ non disposal undertaking/ot hers)	Reason for encumbrance **	Number	% of total share capital	Name of the entity in whose favour shares encumbered ***	No. of shares	% of total share capital	
HOLDERIND INVESTMENT S LTD	1,253,156,361	63.11	0	0.00	Creation	15-09-2022	non disposal undertaking	Collateral for loans taken by the Company / Group Companies	1,253,156,361	63.11	Deutsche Bank AG, Hong Kong Branch acting as the security agent for the lenders.	1,253,156,361	63.11	

Note 1: Collateral for loans taken by the Company / Group Companies. The shares of Endeavour Trade and Investment Ltd, Xcent Trade and Investment Ltd and Holderind Investments Ltd. Are/shall be also charged for such loans.

For HOLDERIND INVESTMENTS LTD


Authorised Signatory

Place: Mauritius
Date: 9/16/2022

**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	Ambuja Cements Limited	
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. & National Stock Exchange of India Ltd.	
Name of the promoter(s) / PACs whose shares have been encumbered	HOLDERIND INVESTMENTS LTD	
Total promoter shareholding in the listed company	No. of shares -	1,253,858,803
	% of total share capital -	63.15
Encumbered shares as a % of promoter shareholding	99.94	
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: 15-09-2022)
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
No. and % of shares encumbered	No. of shares:	1,253,156,361
	% of total share capital:	63.11
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Deutsche Bank AG, Hong Kong Branch acting as the security agent for the lenders*.
	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.	NO. Security Agent
	Names of all other entities in the agreement	Lenders to Endeavour Trade and Investment Ltd. include DBS Bank Ltd., MUFG Bank Ltd., Intesa Sanpaolo S.p.A., First Abu Dhabi Bank PJSC, Sumitomo Mitsui Banking Corporation Singapore Branch; Mizuho Bank, Ltd.; Citibank, N. A., Hong Kong Branch, ING Bank N.V.; BNP Paribas, acting through its Singapore Branch; Emirates NBD Bank (P.J.S.C.); Qatar National Bank (Q.P.S.C.) (as may change from time to time). Lenders to Xcent include Standard Chartered Bank; DBS Bank Ltd.; MUFG Bank, Ltd., Singapore Branch; Intesa Sanpaolo S.p.A., Barclays Bank PLC; and First Abu Dhabi Bank PJSC (as may change from time to time)
	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 on the date of event / agreement (A)	482,465,198,985

	Amount involved (against which shares have been encumbered) (B)	280,000,000,000
	Ratio of A / B	1.72
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)	Colletaral for loans taken by the Company / Group Companies

Signature of Authorised Signatory:



Place: Mauritius

Date: 9/16/2022