

27<sup>th</sup> October, 2020

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.
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**Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Release of Pledge of 4,50,000 Equity Shares and Creation of Pledge of 4,50,000 Equity Shares of Kalpataru Power Transmission Limited (KPTL))**

Dear Sir / Madam,

Axis Finance Limited has released pledge over 4,50,000 Equity Shares of KPTL, on 27<sup>th</sup> October, 2020, which were held by the Company.

Further, Axis Finance Limited has also created a pledge over 4,50,000 Equity Shares of KPTL, on 27<sup>th</sup> October, 2020, which were held by the Company.

*The aforesaid release and creation of pledge has been carried out in accordance with the subsisting contracts which were entered into prior to the announcement of the buyback made by the KPTL*

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in this regard.

Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies

We request you to take note of the same.

Thanking you,

Yours faithfully,

**For KALPATARU CONSTRUCTIONS PRIVATE LIMITED**



**AMIT SHAH**  
**AUTHORISED SIGNATORY**

Encl: As above

**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)					KALAPTARU POWER TRANSMISSION LIMITED								
Names of the Stock Exchanges where the shares of the target company are listed					National Stock Exchange of India Limited (NSE) BSE Limited (BSE)								
Date of reporting					27th October, 2020								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Kalpataru Constructions Private Limited								
Details of the creation of encumbrance:													
Name of the 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)]/ invocation[(1)-(3)]}	
	Number	% of total share capital	Number	% 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***	Number	% of total share capital
Kalpataru Constructions Pvt Ltd#	23,350,000	15.35%	21,746,721	14.29%	Creation of Pledge of shares	27-Oct-20	Pledge	Creation of Pledge as security for Loan to third party for same no. of Shares	450,000	0.30	Axis Finance Limited	21,746,721	14.29%
					Release of Pledge	27-Oct-20	Pledge	Release of Pledge	(450,000)	(0.30)	Axis Finance Limited		
Kalpataru Properties Private Limited	13,646,196	8.97%	3,639,010	2.39%	-	-	-	-	-	-	-	3,639,010	2.39%
K C Holdings Pvt Ltd	21,142,600	13.90%	21,142,600	13.90%	-	-	-	-	-	-	-	21,142,600	13.90%
Mofatraj Pukharaj Munot	10,005,822	6.58%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot	7,382,515	4.85%	1,839,883	1.21%	-	-	-	-	-	-	-	1,839,883	1.21%
Parag M. Munot jointly with Monica P. Munot	581,100	0.38%	-	-	-	-	-	-	-	-	-	-	-
Tara Kanga	1,834,130	1.21%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Viniyog LLP	1,320,000	0.87%	-	-	-	-	-	-	-	-	-	-	-
Sudha Rajesh Golecha	871,650	0.57%	-	-	-	-	-	-	-	-	-	-	-
Sunita Vijay Choraria	871,650	0.57%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Saachi Benefit Trust	777,000	0.51%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust	777,000	0.51%	-	-	-	-	-	-	-	-	-	-	-

*Sumit*

Name of the 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)]/ invocation[(1)-(3)]}	
	Number	% of total share capital	Number	% 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***	Number	% of total share capital
Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust	777,000	0.51%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Holdings Pvt Ltd	333,000	0.22%	-	-	-	-	-	-	-	-	-	-	-
Imtiaz Kanga	100,000	0.07%	-	-	-	-	-	-	-	-	-	-	-
Yasmin Imtiaz Kanga	300,000	0.20%	-	-	-	-	-	-	-	-	-	-	-
Chandra Amar Munot	10,000	0.01%	-	-	-	-	-	-	-	-	-	-	-
Jash Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Khushali Rajesh Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Rajesh Bhagchand Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Umang Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Vijay K Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>8,41,14,663</b>	<b>55.29%</b>	<b>48,368,214</b>	<b>31.79%*</b>						<b>0.00%</b>		<b>48,368,214</b>	<b>31.79%*</b>

Note: The Figures shown in column (2) is net impact of pledge created and released by following promoters / PACs for which separate disclosures has been made by them.

# Axis Finance Limited has released a pledge over 4,50,000 Equity Shares of Kalpataru Power Transmission Limited, on 27th October, 2020, which were held by the Company (KCPL). Further, Axis Finance Limited has also created pledge over 4,50,000 Equity Shares of Kalpataru Power Transmission Limited, on 27th October, 2020, which were held by the KCPL.

\* Pursuant to the current offer of buy-back of shares offered by Target Company, the voting right percentage has been computed accordingly as per the outstanding share capital of Target Company as on 30-Sep-2020. Consequently in column no. 2 above 'Promoters holding already encumbered in % of total share capital' the same is being varied / adjusted.

FOR KALPATARU CONSTRUCTIONS PRIVATE LIMITED

AMIT SHAH  
AUTHORISED SIGNATORY

Place: Mumbai

Date: 27th October, 2020

\*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.

Figures in bracket or with minus ('-') sign indicates release/reduction

**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	KALAPTARU POWER TRANSMISSION LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)
Name of the promoter(s) / PACs whose shares have been encumbered	1. Kalpataru Constructions Private Limited 2. Kalpataru Properties Private. Limited 3. K C Holdings Private. Limited 4. Parag M. Munot
Total promoter shareholding in the listed company	No. of shares - 8,41,14,663 % of total share capital - 55.29 %
Encumbered shares as a % of promoter shareholding	57.59% #
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 (31.79%) #

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

Particulars	Encumbrance 1	Encumbrance 2	Encumbrance 3	Encumbrance 4	Encumbrance 5	Encumbrance 6	Encumbrance 7	Encumbrance 8	Encumbrance 9	Encumbrance 10*	Encumbrance 11	
	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 26/02/2018	(Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) Date of Pledge Agreement: 20/06/2018	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 25/06/2018	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 25/06/2018	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 25/06/2018	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 26/03/2019	(Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) Date of Pledge Agreement: 25/06/2019	(Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) Date of Pledge Agreement: 31/07/2019	(Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) Date of Pledge Agreement: 31/07/2019	(Date of creation of encumbrance: 28th February, 2020) Refer Note 1 Date of Pledge Agreement: 31/07/2019	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 05/12/2019	(Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) Date of Pledge Agreement: 05/12/2019
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	
No. and % of shares encumbered (Please refer Note. 2)	No. of shares: 25,32,751 % of total share capital: 1.66%	No. of shares: 31,89,010 % of total share capital: 2.10%	No. of shares: 18,19,505 % of total share capital: 1.20%	No. of shares: 18,19,505 % of total share capital: 1.20%	No. of shares: 18,19,505 % of total share capital: 1.20%	No. of shares: 29,11,208 % of total share capital: 1.91%	No. of shares: 25,65,283 % of total share capital: 1.69%	No. of shares: 17,87,554 % of total share capital: 1.18%	No. of shares: 4,63,973 % of total share capital: 0.30%	No. of shares: 13,64,628 % of total share capital: 0.90%	No. of shares: 14,73,799 % of total share capital: 0.97%	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	STCI FINANCE LIMITED	AXIS FINANCE LIMITED	STCI FINANCE LIMITED	STCI FINANCE LIMITED	STCI FINANCE LIMITED	STCI FINANCE LIMITED	AXIS FINANCE LIMITED	AXIS FINANCE LIMITED	AXIS FINANCE LIMITED	Hero Fincorp Limited	Hero Fincorp Limited
	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.	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC	NBFC
	Names of all other entities in the agreement	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.	Listed company and its group companies (if any) - 1 2 Other entities (if any) - Kalpataru Constructions Private. Limited.
	Security Provider -> Lender -> Borrower ->	STCI Finance Limited. Kalpataru Land Private Limited	Axis Finance Limited. Kalpataru Land Private Limited	STCI Finance Limited. Amber Orchards Private Limited	STCI Finance Limited. Azure Tree Orchards Private Limited	STCI Finance Limited. Azure Tree Enviro Farms Private Limited	STCI Finance Limited. Kalpataru Constructions (Poona) Private Limited	STCI Finance Limited. Axis Finance Limited. Neo Pharma Private Limited	Axis Finance Limited. Kalpataru Gardens Private Limited	Axis Finance Limited. Kalpataru Shubham Enterprises	Axis Finance Limited. Kalpataru Shubham Enterprises	Hero Fincorp Limited. Neo Pharma Private Limited
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the	No	No	No	No	No	No	No	No	No	No	No	
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	₹ 532,934,425	₹ 796,933,599	₹ 454,694,300	₹ 454,694,300	₹ 454,694,300	₹ 727,510,879	₹ 641,064,222	₹ 446,709,745	₹ 115,946,853	₹ 341,020,537	₹ 368,302,370
	Amount involved (against which shares have been encumbered) (B)	₹ 350,000,000	₹ 394,502,110	₹ 250,000,000	₹ 250,000,000	₹ 250,000,000	₹ 400,000,000	₹ 798,134,638	₹ 437,673,217	₹ 158,321,505	₹ 300,000,000	₹ 300,000,000
	Ratio of A / B	1.81	2.02	1.82	1.82	1.82	1.82	0.80	1.02	0.73	1.14	1.23
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)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	General Corporate purpose of Borrower  (current additional pledge created to meet security margin shortfall)	Advances to related / associate entities of the Borrower for their respective business purposes  (current additional pledge created to meet security margin shortfall)	Advances to related / associate entities of the Borrower for their respective business purposes  (current additional pledge created to meet security margin shortfall)	Advances to related / associate entities of the Borrower for their respective business purposes  (current additional pledge created to meet security margin shortfall)	Repayment of Existing Debt  (current additional pledge created to meet security margin shortfall)	Repayment of Existing Debt  (current additional pledge created to meet security margin shortfall)

Note 1: For all other pledge, value for the Pledge created/released are based on date of further creation/release of respective Pledge/Encumbrance and accordingly date of creation/release of encumbrance reflects latest date of pledge/encumbrance so additionally created/released.  
# This figures shows net impact of pledge created and released by all the Promoters together.  
Note 2: The Percentage of the Total share capital has been computed based on outstanding no. of shares as on 30-Sep-2020

For Kalpataru Constructions Private Limited  
  
Amit Shah  
Authorised Signatory

Place: Mumbai  
Date: 27th October, 2020