

# K. C. HOLDINGS

10<sup>th</sup> November, 2022

<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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**Ref.: Disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI Takeover Regulations') – Creation and Release of Pledge.**

Dear Sir/Madam,

Dear Madam/ Sir,

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, for release of pledge over 23,72,010 Equity Shares of Kalpataru Power Transmission Limited and creation of pledge aggregating to 23,00,000 Equity Shares of Kalpataru Power Transmission Limited.

Also, please 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.

Further, kindly note that pursuant to the SEBI Circular No. SEBI/HO/CFD/DCR-3/P/CIR/2022/27 dated 07<sup>th</sup> March, 2022 effective from 01<sup>st</sup> July, 2022, regarding automation of disclosure requirement under SEBI Takeover Regulations, the depositories are required to provide information directly to the stock exchange for transactions recorded in the depository system and stock exchange are required to disseminate such information on their respective website as per the format specified by SEBI, however, as a matter of good practice, we are providing herewith this disclosure.

Kindly take the above on record.

Thank you.

Yours faithfully,

**For K C HOLDINGS PRIVATE LIMITED**



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

Encl: As above

**K. C. HOLDINGS PRIVATE LIMITED**

CIN No : U65990MH1981PTC024688

101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055. India.

Tel +91 22 3064 5000 ■ Fax +91 22 3064 3131

**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)	<b>KALAPTARU POWER TRANSMISSION LIMITED</b>
Names of the Stock Exchanges where the shares of the target company are listed	<b>National Stock Exchange of India Limited (NSE) BSE Limited (BSE)</b>
Date of reporting	<b>10th November, 2022</b>
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	<b>K C HOLDINGS PRIVATE LIMITED</b>

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*	2,33,50,000	15.68%	2,16,01,737	14.51%	-	-	-	-	-	-	-	2,16,01,737	14.51%
Kalpataru Properties Private Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
K C Holdings Pvt Ltd #	2,11,42,600	14.20%	1,74,09,436	11.69%	Release of Pledge	9-Nov-22	Release	Release of Pledge	(23,72,010)	-1.59%	Tata Capital Financial Services Ltd.	1,73,37,426	11.64%
					Creation of Pledge	10-Nov-22	Pledge	Creation of Pledge as a security for loan to third party	23,00,000	1.54%	Tata Capital Financial Services Ltd.		
Mofatraj Pukharaj Munot	1,63,43,218	10.98%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot	73,82,515	4.96%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot jointly with Monica P. Munot	5,81,100	0.39%	-	-	-	-	-	-	-	-	-	-	-
Tara Kanga	17,85,630	1.20%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Viniyog LLP	13,20,000	0.89%	-	-	-	-	-	-	-	-	-	-	-
Sudha Rajesh Golecha	8,71,650	0.59%	-	-	-	-	-	-	-	-	-	-	-
Sunita Vijay Choraria	8,71,650	0.59%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Saachi Benefit Trust	7,77,000	0.52%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust	7,77,000	0.52%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust	7,77,000	0.52%	-	-	-	-	-	-	-	-	-	-	-

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 Holdings Pvt Ltd	3,33,000	0.22%	-	-	-	-	-	-	-	-	-	-	-
Imtiaz Kanga	1,00,000	0.07%	-	-	-	-	-	-	-	-	-	-	-
Yasmin Imtiaz Kanga	3,00,000	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%	-	-	-	-	-	-	-	-	-	-	-
MPM Family Trust	500	0.00%	-	-	-	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>7,67,57,863</b>	<b>51.55%</b>	<b>3,90,11,173</b>	<b>26.20</b>					<b>(72,010)</b>	<b>(0.05)</b>		<b>3,89,39,163</b>	<b>26.15%</b>

Note: The Figures shown in column (2) is net impact of pledge created and released by the following promoter group/ PACs, for which separate disclosures has been made by each of them respectively:

# Tata Capital Financial Services Limited has release a pledge over 23,72,010 Equity shares of Kalpataru Power Transmission Limited on 09th Nov, 2022, thereafter, Tata Capital Financial Services Limited has created a pledge over 23,00,000 Equity shares of Kalpataru Power Transmission Limited on 10th Nov, 2022, which are owned by the Company.

\* Tata Capital Financial Services Limited has created a pledge over 312,206 Equity Shares of Kalpataru Power Transmission Limited on 07th November, 2022. Thereafter, Axis Finance Limited has released a pledge over 312,206 Equity Shares and Tata Capital Financial Services Limited has released a pledge over 1,686,000 Equity Shares of Kalpataru Power Transmission Limited on 09th November, 2022, which is owned by the Kalpataru Constructions Private Limited and Tata Capital Financial Services Limited has created a pledge over 1,100,000 Equity Shares of Kalpataru Power Transmission Limited on 10th November, 2022, which is owned by the Kalpataru Constructions Private Limited, the disclosure of which is given seperately.

**FOR K C HOLDINGS PRIVATE LIMITED**



**AMIT SHAH**  
**AUTHORISED SIGNATORY**  
**Place: Mumbai**  
**Date: 10th November, 2022**

\*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 & figures computed in percentages are round off upto two decimals

**Annexure - 3**  
Formal for disclosure of reasons for encumbrance  
in addition to Annexure - 2 prescribed by way of circular dated August 05, 2015)

Name of listed company	KALPATARU POWER TRANSMISSION LIMITED
Name of the recognized 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 Ltd 2. K C Holdings Private Limited 3. Pimpri M. Mund
PIA promoter shareholding in the listed company	No. of shares - 7873783 % of total share capital - 51.25 %
Numbered shares as a % of promoter shareholding	25.72%
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 (25.54%)

**Table of all the existing event agreements pertaining to encumbrance**

Particulars	Encumbrance 1 (Date of creation of encumbrance: 28-Feb-20) Date of Agreement: 22/08/2019	Encumbrance 2 (Date of creation of encumbrance: 28-Feb-20) pls refer note 1 Date of Agreement: 04/10/2017	Encumbrance 3 (Date of creation of encumbrance: 29-Oct-21) pls refer note 1 Date of Agreement: 27/10/2021	Encumbrance 4 (Date of creation of encumbrance: 02-Nov-21) pls refer note 1 Date of Agreement: 27/10/2021	Encumbrance 5 (Date of creation of encumbrance: 14-Dec-21) pls refer note 1 Date of Agreement: 10/12/2021	Encumbrance 6 (Date of creation of encumbrance: 27th April, 2022) (Refer Note 1) Date of Agreement: 09/12/2021	Encumbrance 7 (Date of creation of encumbrance: 28th July, 2022) Date of Pledge Agreement: 27/07/2022	Encumbrance 8 (Date of creation of encumbrance: 28th July, 2022) Date of Pledge Agreement: 27/07/2022	Encumbrance 9 (Date of creation of encumbrance: 28th September, 2022) (Refer Note 1) Date of Pledge Agreement: 23/09/2022	Encumbrance 10 (Date of creation of encumbrance: 03rd November, 2022) (Refer Note 1) Date of Pledge Agreement: 28/10/2022	Encumbrance 11 (Date of creation of encumbrance: 10th November, 2022) (Refer Note 1) Date of Pledge Agreement: 29/10/2022
Type of encumbrance (Pledge, lien, negative ten, non-disposal undertaking or any other covered transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
% and % of shares encumbered (less refer Note 2)	18.5043 1.25%	68.5000 4.87%	34.7850 2.54%	84.2000 6.09%	1.2000 0.09%	1.2000 0.09%	1.2000 0.09%	12.0000 0.81%	5.1500 0.37%	2.0000 0.15%	23.0000 1.68%
Name of the entity in whose favour shares encumbered (a)	JM FINANCIAL CREDIT SOLUTIONS LIMITED	ADITYA BIRLA FINANCE LIMITED	CATALYST TRUSTEESHIP LIMITED (on behalf of Tata Capital Housing Finance Limited)	CATALYST TRUSTEESHIP LIMITED (on behalf of Tata Capital Housing Finance Limited)	IGIB TRUSTEESHIP SERVICES LIMITED ON BEHALF OF TATA CAPITAL FINANCIAL SERVICES LIMITED	CATALYST TRUSTEESHIP LIMITED ON BEHALF OF CENTRUM CREDIT OPPORTUNITIES FUND	IFL Wealth Prime Limited	IFL Wealth Prime Limited	IFL Wealth Prime Limited	Tata Capital Financial Services Limited	Tata Capital Financial Services 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	Trustee on behalf of NBFC	Trustee on behalf of NBFC	Trustee on behalf of AIF Fund	NBFC	NBFC	NBFC	NBFC	NBFC
Name of all other entities in the agreement	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2
Security Provider(s)	Other entities (if any) - 1) K C Holdings Private Limited	Other entities (if any) - 1) K C Holdings Private Limited	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED	Other entities (if any) - 1) K C Holdings Private Limited 2) KALPATARU CONSTRUCTIONS PRIVATE LIMITED
Lender(s)	1) JM FINANCIAL CREDIT SOLUTIONS LIMITED	1) ADITYA BIRLA FINANCE LIMITED	1) KALPATARU PROPERTIES PRIVATE LIMITED 2) CATALYST TRUSTEESHIP LIMITED (on behalf of TATA CAPITAL HOUSING FINANCE LIMITED)	1) KALPATARU PROPERTIES PRIVATE LIMITED 2) CATALYST TRUSTEESHIP LIMITED (on behalf of TATA CAPITAL HOUSING FINANCE LIMITED)	1) IGIB TRUSTEESHIP SERVICES LIMITED ON BEHALF OF TATA CAPITAL FINANCIAL SERVICES LIMITED 2) Catalyst Trusteeship Limited	1) IFL Wealth Prime Limited	1) IFL Wealth Prime Limited	1) IFL Wealth Prime Limited	1) IFL Wealth Prime Limited	1) Tata Capital Financial Services Limited	1) Tata Capital Financial Services Limited
Borrower(s)	1) KALPATARU LAND PRIVATE LIMITED	1) Anahit Landmarks Private Limited	1) Kalpataru Land Private Limited	1) Kalpataru Land Private Limited	1) KALPATARU PROPERTIES PRIVATE LIMITED	1) Kalpataru Properties Private Limited	1) Amber Orchards Private Limited	1) Amber Orchards Private Limited	1) Abacus Real Estate Private Limited	1) Abacus Real Estate Private Limited	1) Andour Properties Private Limited
Whether the encumbrance is relating to any debt instrument(s) viz. debenture, commercial paper, certificate of deposit etc? If yes, provide details about the instrument, including credit rating	No	No	No	No	No	Unlisted, Unlisted, Non-Convertible Debentures	No	No	No	No	No
County/Cover / Asset Cover	Value of shares on the date of event/ agreement (A) 92,94,34,000	3,32,40,02,500.00	1,73,97,48,225.00	44,11,17,625.00	5,99,82,000.00	6,59,80,000.00	59,98,20,000.00	25,74,52,750.00	9,99,70,000.00	1,14,96,55,000.00	
Amount involved (against which shares have been encumbered) (B)	27,87,20,000	1,22,03,00,000	55,00,00,000	17,10,00,000	70,00,00,000	45,00,00,000	30,00,00,000	50,00,00,000	65,00,00,000	50,00,00,000	
Ratio of A/B	3.36	2.72	3.16	2.97	8.50	0.89	0.15	2.90	0.51	0.15	2.30
Use of money	Borrowed amount to be utilized for (a) Personal use by promoters and PACs (b) For the benefit of listed company (c) Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (d) Any other reason (please specify)	General Corporate Purpose of Borrower	General Corporate Purpose of Borrower	Repayment of Group Debt and/or loans and advances to Group	Repayment of Group Debt and/or loans and advances to Group	General Corporate purpose including purposes of loans and advances to related / associate entities of the Borrower for their respective business purposes.	Repayment of Debt and Working Capital Purpose	General Corporate Purpose	General Corporate Purpose	General Corporate Purpose	General Corporate Purpose

1) For all other pledges, value has been taken based on the current market price of the equity shares as on the date of event.  
The figures shown are subject to change created and released by all the Promoters together.  
2) Pursuant to the buy-back of shares by Target Company, the Percentage of the Total share capital has been computed accordingly, which is based on the outstanding no. of shares as on 31-Dec-2020.  
3) Shares which were earlier pledged / encumbered against the Loan facility which has been repaid in full, does not form part of this Annexure.  
4) Encumbrance 5 is not presented herein as these facilities are duly repaid in full.  
5) The total NCDs in Rs. 70 crores issued in Catalyst Trusteeship Limited on behalf of Centrum Credit Opportunities Fund with respect to encumbrance 6 and against which 1,20,000 shares have been pledged by the Company and 1,43,000 Shares have been pledged by Kalpataru Constructions Private Limited.  
6) The total facility in Rs. 45 crores from IFL Wealth Prime Limited with respect to encumbrance 7 and against which 1,20,000 shares have been pledged by the Company and also 21,00,000 shares have been pledged by Kalpataru Constructions Private Ltd.  
7) The total facility in Rs. 30 crores from IFL Wealth Prime Limited with respect to encumbrance 8 and against which 12,00,000 shares have been pledged by the Company and also 3,00,000 shares have been pledged by Kalpataru Constructions Private Ltd.  
8) The total facility in Rs. 50 crores from IFL Wealth Prime Limited with respect to encumbrance 9 and against which 5,15,000 shares have been pledged by the Company and also 84,500 shares have been pledged by Kalpataru Constructions Private Ltd.  
9) The total facility in Rs. 65 crores from Tata Capital Financial Services Limited with respect to encumbrance 10 and against which 2,00,000 shares have been pledged by the Company and also 12,82,251 shares have been pledged by Kalpataru Constructions Private Ltd.

K C Holdings Private Limited  
  
 Uj Shah  
 Authorized Signatory  
 on: Mumbai  
 on: 10th November, 2022