

10<sup>th</sup> April, 2023

<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') – Release and Creation of Pledge.**

Dear Madam/ Sir,

Please find attached herewith the disclosures pursuant to Regulation 31(2) of SEBI Takeover Regulations for release and creation of pledge over 2,40,000 Equity Shares in aggregate of Kalpataru Power Transmission Limited. 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.

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, for your information.

Kindly take the above on record.

Thank 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	10th April, 2023
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Kalpataru Constructions Private Limited

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/ot hers)	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	14.37%	2,09,51,737	12.90%	Release of Pledge	6-Apr-23	Pledge	Release of Pledge	(2,40,000)	-0.15%	IIFL Wealth Prime Limited	2,09,51,737	12.90%
					Creation of Pledge	6-Apr-23	Pledge	Creation of Pledge	2,40,000	0.15%	IIFL Wealth Prime Limited		
K C Holdings Pvt Ltd*	2,11,42,600	13.02%	1,65,24,904	10.17%	-	-	-	-	-	-	-	1,65,24,904	10.17%
Mofatraj Pukharaj Munot	1,63,43,218	10.06%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot	73,82,515	4.54%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot jointly with Monica P. Munot	5,81,100	0.36%	-	-	-	-	-	-	-	-	-	-	-
Tara Kanga	17,55,630	1.08%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Viniyog LLP	13,20,000	0.81%	-	-	-	-	-	-	-	-	-	-	-
Sudha Rajesh Golecha	8,71,650	0.54%	-	-	-	-	-	-	-	-	-	-	-
Sumita Vijay Choraria	8,71,650	0.54%	-	-	-	-	-	-	-	-	-	-	-

*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/ot hers)	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 Saachi Benefit Trust	7,77,000	0.48%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust	7,77,000	0.48%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust	7,77,000	0.48%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Holdings Pvt Ltd	3,33,000	0.20%	-	-	-	-	-	-	-	-	-	-	-
Imtiaz Kanga	1,00,000	0.06%	-	-	-	-	-	-	-	-	-	-	-
Yasmin Imtiaz Kanga	3,00,000	0.18%	-	-	-	-	-	-	-	-	-	-	-
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%	-	-	-	-	-	-	-	-	-	-	-
Rajesh B Golechha HUF	2,125	0.00%	-	-	-	-	-	-	-	-	-	-	-
Umang Golechha	9,106	0.01%	-	-	-	-	-	-	-	-	-	-	-
Vijay K Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
MPM Family Trust	500	0.00%	-	-	-	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>7,67,32,094</b>	<b>47.24%</b>	<b>3,74,76,641</b>	<b>23.07%</b>						<b>0.00%</b>	<b>3,74,76,641</b>	<b>23.07%</b>	

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

# IIFL Wealth Prime Limited has released pledge over 2,40,000 Equity Shares of Kalpataru Power Transmission Limited owned by the Company on 06th April, 2023. Thereafter, IIFL Wealth Prime Limited has created pledge over 2,40,000 Equity Shares of Kalpataru Power Transmission Limited owned by the Company on 06th April, 2023

\* Further, IIFL Wealth Prime Limited has released pledge over 1,32,000 Equity Shares of Kalpataru Power Transmission Limited owned by K.C. Holdings Private Limited on 06th April, 2023. Thereafter, IIFL Wealth Prime Limited has created pledge over 1,32,000 Equity Shares of Kalpataru Power Transmission Limited owned by K.C. Holdings Private Limited on 06th April, 2023

**FOR KALPATARU CONSTRUCTIONS PRIVATE LIMITED**



**AMIT SHAH**

**AUTHORISED SIGNATORY**

Place: Mumbai

Date: 10th April, 2023

\*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 - 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 Pvt Ltd 2. K C Holdings Pvt Ltd
Total promoter shareholding in the listed company	No. of shares - 7,67,32,094 % of total share capital - 47.24%
Encumbered shares as a % of promoter shareholding	48.84%
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 (23.07%) #

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

Particulars	Encumbrance 2	Encumbrance 4	Encumbrance 6	Encumbrance 7	Encumbrance 8	Encumbrance 10	Encumbrance 11	Encumbrance 12	Encumbrance 13	Encumbrance 14	Encumbrance 15	Encumbrance 16	
(Date of creation of encumbrance: 27th October, 2020) (Refer relevant Notes)	(Date of creation of encumbrance: 25th February, 2021) (Refer relevant Notes)	(Date of creation of encumbrance: 25th June, 2021) (Refer relevant Notes)	(Date of creation of encumbrance: 29th June, 2021) (Refer relevant Notes)	(Date of creation of encumbrance: 9th December, 2021) (Refer relevant Notes)	(Date of creation of encumbrance: 9th March, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 15th March, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 28th July, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 28th July, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 28th September, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 3rd November, 2022) (Refer relevant Notes)	(Date of creation of encumbrance: 08th March, 2023) (Refer relevant Notes)	(Date of creation of encumbrance: 08th March, 2023) (Refer relevant Notes)	
Date of Pledge Agreement: 31/07/2019	Date of Pledge Agreement: 25/02/2021	Date of Pledge Agreement: 25/06/2021	Date of Pledge Agreement: 25/08/2021	Date of Pledge Agreement: 09/12/2021	Date of Pledge Agreement: 04/03/2022	Date of Pledge Agreement: 15/03/2022	Date of Pledge Agreement: 27/07/2022	Date of Pledge Agreement: 27/07/2022	Date of Pledge Agreement: 23/09/2022	Date of Pledge Agreement: 29/10/2022	Date of Pledge Agreement: 27/02/2023	Date of Pledge Agreement: 27/02/2023	
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	
No. and % of shares encumbered (Refer relevant Notes)	Number of shares: 11,58,554 % of total capital: 0.71%	10,07,194 0.62%	19,22,500 1.18%	18,24,400 1.12%	35,62,000 2.19%	15,00,000 0.92%	24,12,500 1.49%	2,54,000 0.16%	17,15,000 1.06%	21,02,132 1.29%	26,94,457 1.66%	7,99,000 0.49%	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	AXIS FINANCE LIMITED	STCI FINANCE LIMITED	STCI FINANCE LIMITED	STCI FINANCE LIMITED	CATALYST TRUSTEESHIP LIMITED ON BEHALF OF CENTRUM CREDIT OPPORTUNITIES FUND	INFINITE BUILDCON PRIVATE LIMITED	STCI FINANCE LIMITED	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	TATA CAPITAL FINANCIAL SERVICES LIMITED	IIFL Wealth Prime 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	Trustee on behalf of AIF Fund	Financing & Real Estate Business	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 Other entities (if any) - Kalpataru Constructions Private Limited, K. C. Holdings Pvt Ltd	Listed company and its group companies (if any) - 1 Other entities (if any) - Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited	Listed company and its group companies (if any) - 1 Other entities (if any) - K. C. Holdings Private Limited, Kalpataru Constructions Private Limited
Security Provider-->	Axis Finance Limited	STCI Finance Limited	STCI Finance Limited	STCI Finance Limited	Catalyst Trusteeship Limited	Infinite Buildcon Private Limited	STCI Finance Limited	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	TATA CAPITAL FINANCIAL SERVICES LIMITED	IIFL Wealth Prime Limited	
Lender-->	Axis Finance Limited	STCI Finance Limited	STCI Finance Limited	STCI Finance Limited	Catalyst Trusteeship Limited	Infinite Buildcon Private Limited	STCI Finance Limited	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	IIFL Wealth Prime Limited	TATA CAPITAL FINANCIAL SERVICES LIMITED	IIFL Wealth Prime Limited	
Borrower-->	Kalpataru Gardens Private Limited	Kalpataru Land Private Limited	Azure Tree Enviro Farms Pvt Ltd	Azure Tree Orchards Pvt Ltd	Kalpataru Properties Private Limited	Kalpataru Properties (Thane) Private Limited	Kalpataru Constructions (Poona) Private Limited	Amber Orchards Private Limited	Shravasti Ventures LLP	Abacus Real Estate Private Limited	Abacus Real Estate Private Limited	Kalpataru Urbanscape LLP	
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	No	No	No	Yes Unrated, Unlisted, Non-Convertible Debentures	No	No	No	No	No	No	No	
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A) ₹ 77,99,25,000	₹ 52,36,90,520	₹ 99,96,03,876	₹ 94,85,96,780	₹ 1,85,20,61,900	₹ 77,99,25,000	₹ 1,25,43,79,375	₹ 13,20,67,300	₹ 89,17,14,250	₹ 1,09,30,03,533	₹ 1,40,09,82,917	₹ 41,54,40,050	
Amount involved (against which shares have been encumbered) (B)	₹ 41,62,50,000 (Total Facility Rs.54 crores)	₹ 21,00,00,000 (Total Facility Rs. 21 crores)	₹ 40,00,00,000 (Total Facility Rs. 40 crores)	₹ 38,00,00,000 (Total Facility Rs. 38 crores)	₹ 70,00,00,000 (Total Facility Rs. 70 crores) (Refer relevant Notes)	₹ 35,00,00,000 (Total Facility Rs.35 crores)	₹ 50,00,00,000 (Total Facility Rs.50 crores) (Refer relevant Notes)	₹ 30,00,00,000 (Total Facility Rs.30 crores) (Refer relevant Notes)	₹ 45,00,00,000 (Total Facility Rs.45 crores) (Refer relevant Notes)	₹ 50,00,00,000 (Total Facility Rs.50 crores) (Refer relevant Notes)	₹ 65,00,00,000 (Total Facility Rs.65 crores) (Refer relevant Notes)	₹ 40,00,00,000 (Total Facility Rs.40 crores) (Refer relevant Notes)	
Ratio of A / B	1.87	2.49	2.50	2.50	2.65	2.23	2.51	0.44	1.98	2.19	2.16	1.04	
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)	Advances to related / associate entities of the Borrower for their respective business purposes	Repayment of Loans and advances taken from group companies and general Corporate purpose	General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes	General Corporate purpose including repayment 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	Repayment of loans and advances taken from group companies and other permitted corporate purpose	General Corporate Purpose	General Corporate Purpose	General Corporate Purpose	General Corporate Purpose	General Corporate Purpose	

Note 1: For all other pledge, value has been taken based on the current market price of the equity shares as on the date of event.

# This figures shows net impact of pledge created and released by all the Promoters together.

Note 2: Pursuant to the merger of JMC Projects Limited with the Target Company, the Percentage of the Total share capital has been computed accordingly, which is based on the outstanding no. of shares as on 16-Jan-2023.

Note 3: Shares which were earlier pledged / encumbered against the Loan facility which has been repaid in full, does not form part of this Annexure

Note 4: The total NCDs is Rs. 70 crores issued to Centrum Credit Opportunity Fund (Catalyst Trusteeship Limited) with respect to encumbrance 8 and against which 3562000 shares have been pledged by the Company and 1,20,000 Shares have been pledged by K C Holdings Private Limited.

Note 5: The total facility is Rs. 30 crores from IIFL Wealth Prime Limited with respect to encumbrance 12 and against which 2,54,000 shares have been pledged by the Company and also 9,32,000 Shares have been pledged by K C Holdings Private Limited.

Note 6: The total facility is Rs. 45 crores from IIFL Wealth Prime Limited with respect to encumbrance 13 against which 1,715,000 shares are pledged by the Company. Further, for the same facility 1,32,000 Shares are pledged by K.C.Holdings Private Limited on 06.04.2023.

Note 7: The total facility is Rs. 50 crores from IIFL Wealth Prime Limited with respect to encumbrance 14 against which 18,62,132 shares were already pledged by the Company. Further on 06.04.2022 for the same facility, 2,40,000 shares of the Company have been pledged and therefore now total 21,02,132 shares have been pledged by the Company as on date.

Note 8: The total facility is Rs. 65 crores from Tata Capital Financial Services Limited with respect to encumbrance 15, against which 2,694,457 shares have been pledged by the Company and 2,00,000 shares have been pledged by K.C. Holdings Private Limited.

Note 9: Encumbrance 1, 3, 5 and 9 are not presented herein as these facilities are duly repaid in its entirety.

Note 10: With respect to total facility of Rs. 40 crores from IIFL Wealth Prime Limited to Kalpataru Urbanscape LLP with respect to encumbrance 16, Company had created pledge on 10,39,000 Equity Shares on 08.03.2023 and for the same facility, K. C. Holdings Private Limited had created pledge over total 9,15,000 Equity Shares.

However, on 06.04.2023, 2,40,000 shares pledged by the Company were released by IIFL Wealth Prime Limited and 1,32,000 shares pledged by K. C. Holdings Private Limited were also released by IIFL Wealth Prime Limited and therefore now total no. of shares pledged by the Company are 7,99,000 and by K.C. Holdings Private Limited are 7,83,000, as on date

For Kalpataru Constructions Private Limited

Amit Shah  
Authorised Signatory  
Place: Mumbai  
Date: 10th April, 2023