

January 9, 2020

(Revision date : 17.01.2020, 23.01.2020 and 27.01.2020)

Scrip Code – 533122

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400 001

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

Dear Sirs,

Further to our letters dated January 9, 2020, January 17, 2020 and January 23, 2020, enclosed is the revised disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and record.

Thanking you,

Yours truly,

For RattanIndia Infrastructure Limited

  
R.K. Agarwal  
Company Secretary



Encl.: as above

CC:

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

**RattanIndia Infrastructure Limited**

Registered Office: H.No. 9, First Floor, Vill. Hauz Khas, New Delhi-110016

Tel.: +91 11 46611666 Fax: +91 11 46611777

Website: [www.rattanindia.com/ril](http://www.rattanindia.com/ril)

CIN: L40101DL2010PLC210263

Formal for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance / release of encumbrance. In terms of Regulation 31(1) and 31(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Name of the Target Company (TC) RattanIndia Infrastructure Limited

Name of the Stock Exchanges where the shares of the target company are listed National Stock Exchange of India Limited & BSE Limited

Date of reporting 09.01.2020

Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked RattanIndia Infrastructure Limited & RR InfraLands Private Limited

Details of the creation/release/encumbrance:

Name of the Promoters or PAC who then	Promoter holding in the target company	Promoter holding already encumbered	Details of event pertaining to encumbrance										Post event holding of unencumbered shares	
No. of shares <sup>1</sup>	% of total share capital <sup>2</sup>	No. of shares	% of total share capital <sup>2</sup>	Type of event (creation/ release/ invocation)	Date of creation/release/encumbrance	Type of encumbrance (pledge/lien/non-disposal underlining/shares)	Reasons for encumbrance	No. of shares <sup>3</sup>	% of total share capital <sup>2</sup>	Name of the entity in whose favour encumbered	No. of shares <sup>4</sup>	% of total share capital <sup>2</sup>		
RattanIndia Infrastructure Limited	1,185,000,000	22.06	1,185,000,000	22.06	Release <sup>5</sup>	31.12.2019	Non-disposal Undertaking (Release)	Release of shares pursuant to Binding Settlement Proposal entered into between the Lenders, Promoters and other parties	(10,156,094)	-0.19	Vistra ITCL (India) Limited, the security trustee for the benefits of consortium of Lenders led by PFC (as defined in point 7)	1,174,843,916	21.87	
RR InfraLands Private Limited	1,188,224,169	22.12	1,174,843,916	21.87	Creation <sup>3</sup>	09.01.2020	Creation of Pledge <sup>3</sup>	Pursuant to Binding Settlement Proposal	1,174,843,916	21.87	Vistra ITCL (India) Limited, the security trustee for Aditya Birla ARC Limited.	1,174,843,916	21.87	
			320,996,011	5.98	Release <sup>6</sup>	31.12.2019	Non-disposal Undertaking (Release)	Release of three pursuant to Binding Settlement Proposal entered into between the Lenders, Promoters and other parties	(196,914,650)	-3.67	Vistra ITCL (India) Limited, the security trustee for the benefits of consortium of Lenders led by PFC (as defined in point 7)	124,081,361	2.31	
<b>Total</b>	<b>2,373,224,169</b>	<b>44.18</b>	<b>124,081,361</b>	<b>2.31</b>	<b>Creation<sup>4</sup></b>	<b>09.01.2020</b>	<b>Creation to Pledge<sup>4</sup></b>	<b>Pursuant to Binding Settlement Proposal additional 80,57,24,169 CCDs were pledged in favour of security trustee</b>	<b>805,724,169</b>	<b>15.00</b>	<b>Vistra ITCL (India) Limited, the security trustee for Aditya Birla ARC Limited.</b>	<b>929,905,530</b>	<b>17.31</b>	
											<b>2,104,609,446</b>		<b>39.18</b>	

2. The percentage has been calculated on the expanded equity share capital i.e. Rs. 5371.49,44,600/- comprising of 537,14,94,460 equity shares of face value Rs. 10 each being (i) 45,43,81,691 equity shares of face value of Rs. 10 each currently outstanding and (ii) the expansions on account of (a) assumed conversion of 80,57,24,169 CCDs into 80,57,24,169 equity shares of face value of Rs. 10 each and (b) exercise of 13,66,600 outstanding stock options into equivalent number of underlying equity shares of face value of Rs. 10 each.

3. Creation includes the following: (a) 1,05,70,91,981 equity shares encumbered by way of a pledge in favour of Vistra ITCL (India) Limited, earlier held for the benefit of a consortium of bank and institutional lenders (Lenders), which will now be held for the benefit of Aditya Birla ARC Limited (ARC), to which entity the loans from the Lenders (for the amount settled between the target company and the Lenders) stand assigned (b) 11,77,51,935 shares earlier encumbered in favour of the Lenders by way of a NDU, now being pledged in favour of ARC.

4. Creation includes the following: (a) 12,40,81,361 equity shares encumbered by way of a pledge in favour of Vistra ITCL (India) Limited (Vistra ITCL), earlier held for the benefit of a consortium of bank and institutional lenders (Lenders), which will now be held for the benefit of Aditya Birla ARC Limited (ARC), to which entity the loans from the Lenders (for the amount settled between the target company and the Lenders) stand assigned (b) 80,57,24,169 compulsorily convertible debentures which are being pledged in favour of Vistra ITCL, for the benefit of ARC.

5. Out of 118,50,00,000 equity shares earlier encumbered in favour of the Lenders, 1,01,56,094 have been released from encumbrance and the remaining 117,38,43,916 equity shares stand pledged in favour of ARC.

6. Out of a total of 118,82,24,169 equity shares an aggregate of 6,15,03,989 shares were already unencumbered (free) shares and now a further 19,69,24,650 equity shares have been released from encumbrance. The remaining 92,98,05,530 equity shares (including 80,57,24,169 CCDs) stand pledged in favour of ARC.

7. Name of the Lenders: 1) Power Finance Corporation Limited (PFC), 2) State Bank of India, 3) IFCI Limited, 4) Bank of India, 5) Punjab National Bank, 6) UCO Bank, 7) Citibank, 8) Central Bank of India, 9) Axis Bank Limited, 10) Life Insurance Corporation of India, 11) United Bank of India, 12) Syndicate Bank

For RattanIndia Infrastructure Limited

For RR InfraLands Private Limited

**RattanIndia Infrastructure Limited**

Signature of the Company Secretary: *[Signature]*

Name: Anil Bhat

Date: 09.01.2020 (Revision date: 17.01.2020 and 27.01.2020)

**RR InfraLands Private Limited**

Signature of the Authorized Signatory: *[Signature]*

**RR InfraLands Private Limited**