

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	25-10-2023
Name of the Promoter or PAC on whose shares encumbrance	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	63.15	0	0.00	Creation	20-10-2023	Others	Refer Notes below	1,253,156,361	63.15	Deutsche Bank AG, Hong Kong Branch acting as the security agent for the lenders.	1,253,156,361	63.15

Note 1: No pledge has been created on the shares of Ambuja Cements Limited.

Note 2: The shares of Endeavour Trade and Investment Limited ("Endeavour") and Holderind Investments Ltd. ("Holderind") (both promoters of Ambuja Cements Limited ("ACL")) have been charged for new facilities availed by Endeavour, and Endeavour and Holderind have agreed to certain covenants in relation thereto.

Note 3: The new facilities have been availed by Endeavour to enable repayment of existing facilities availed by Endeavour and Xcent Trade and Investment Ltd (also a promoter of ACL) and upon repayment of the said facilities, the non-disposal hold marked on ACL's shares will be released.

For HOLDERIND INVESTMENTS LTD


Authorised Signatory

Place: Mauritius

Date: 25-10-23

**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 -	1,253,156,361
	% 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: 20th October, 2023)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Other covenant in the nature of encumbrance
No. and % of shares encumbered	No. of shares:	1,253,156,361
	% of total share capital:	63.15
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	The facility agreement has been signed by Endeavour with Endeavour as the Borrower, the Mandated Lead Arrangers and Bookrunners and Underwriters listed below, the other Mandated Lead Arrangers and Bookrunners listed below (and as may accede from time to time), and Deutsche Bank AG, Hong Kong Branch as Agent and Security Agent. Details of Mandated Lead Arrangers and Bookrunners and Underwriters as on date: (a) DBS Bank Ltd. (b) MUFG Bank, Ltd. (c) First Abu Dhabi Bank PJSC (d) Mizuho Bank, Ltd. Details of Mandated Lead Arrangers and Bookrunners as on date (a) Sumitomo Mitsui Banking Corporation Singapore Branch (b) Barclays Bank PLC (c) Standard Chartered Bank (Singapore) Limited (d) Deutsche Bank AG, Singapore Branch (e) ING Bank N.V., Singapore Branch (f) BNP Paribas
	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)	520,999,757,086
	Amount involved (against which shares have been encumbered) (B)	up to USD 3.5 billion
	Ratio of A / B	148.8570735
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)	The new facilities have been availed by Endeavour to enable repayment of existing facilities availed by Endeavour and Xcent Trade and Investment Ltd (also a promoter of Ambuja Cements Limited) and upon repayment of the said facilities, the non-disposal hold marked on Ambuja Cements Limited's shares will be released.

Signature of Authorised Signatory:

Place: Mauritius
Date: 25-Oct-2023