

July 07, 2020

<b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598238 <b>Scrip Symbol: MEP</b>	<b>Corporate Relationship Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 <b>Security Code: 539126</b>
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Dear Sir/Madam,

**Sub: Disclosure for Creation of Non Disposal Agreement (NDA), in terms of regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Pursuant to Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the disclosure regarding Creation of Non Disposal Agreement **1000000** Equity Shares of MEP Infrastructure Developers Limited in favour of IFCI Limited on 02<sup>nd</sup> July, 2020.

Kindly take the same on record.

Yours Faithfully,  
For **A J Tolls Private Limited**

  
**Priya Joshi**  
Director

Encl.: a/a

Copy to: Mr. Harshad Pusalkar  
Company Secretary  
MEP Infrastructure Developers Ltd.  
Mumbai

**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)						MEP INFRASTRUCTURE DEVELOPERS LIMITED							
Names of the stock exchanges where the shares of the target company are listed						NATIONAL STOCK EXCHANGE OF INDIA LIMITED & BSE LIMITED							
Date of reporting						7/7/2020							
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked						A J TOLLS PRIVATE LIMITED							
Details of the creation of encumbrance/pledge:													
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/n on disposal undertaking/ others)	Reasons for encumbrance **	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital
Ideal Toll & Infrastructure Pvt. Ltd.	29940407	16.32	27340407	14.90	-	-	-	-	-	-	-	-	-
A J Tolls Private Limited	30494432	16.62	29119558	15.87	Creation	2/7/2020	Non Disposal Agreement (NDA)	Collateral for the loan taken by MEP Infrastructure Developers Limited	1000000	0.55	IFCI Limited	30119558	16.42
Dattatray P Mhaiskar	1025000	0.56	NIL	NIL	-	-	-	-	-	-	-	-	-
Sudha Dattatray Mhaiskar	20301767	11.07	16332000	8.90	-	-	-	-	-	-	-	-	-
Jayant Dattatray Mhaiskar <sup>(1)</sup>	14358526	7.83	13700198	7.47	-	-	-	-	-	-	-	-	-
Anuya Jayant Mhaiskar	17023997	9.28	12334681	6.72	-	-	-	-	-	-	-	-	-
Vidyalaxmi Vijay Kshirsagar	56373	0.03	NIL	NIL	-	-	-	-	-	-	-	-	-

**For A J TOLLS PRIVATE LIMITED**



**PRIYA JOSHI**  
**DIRECTOR**  
 Place : MUMBAI  
 Date : 07-07-2020

\*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.

<sup>(1)</sup> Including joint holding with Mrs. Anuya J. Mhaiskar

## Annexure - II

(Additional disclosure under Regulation 31(1) read with Regulation 28(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

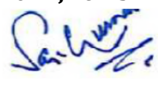
<b>Format for disclosure of reasons for encumbrance</b>	
(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)	
Name of Listed Company	MEP INFRASTRUCTURE DEVELOPERS LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	THE NATIONAL STOCK EXCHANGE LIMITED BSE LIMITED
Name of the promoter(s) / PACs whose shares have been encumbered	A J Tolls Private Limited (Promoter Group)
Total promoter shareholding in the listed company	No. of Shares held % of total share capital :
	113,200,502 61.71
Encumbered shares as a % of promoter shareholding	87.39
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

<b>Details of all the existing events / agreements pertaining to encumbrance</b>	
	Encumbrance 45 (Date of creation of encumbrance) 2/7/2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	<b>NON DISPOSAL AGREEMENT</b>
No. and % of shares encumbered	No. of shares : % of total share capital :
	<b>1,000,000</b> <b>0.55</b>
<b>SPECIFIC DETAILS ABOUT THE ENCUMBRANCE</b>	
(i) Name of the entity in whose favour shares encumbered (X)	IFCI Limited
(ii) 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. Nature of Business of the Entity	YES/NO -
(iii) Names of all other entities in the agreement (a) Listed company and its group companies (if any) (b) Other entities (if any)	MEP Infrastructure Developers Limited -
(iv) 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	YES / NO
1 Name of the issuer :	-
2 Details of the debt instrument :	-
3 Whether the debt instrument is listed on stock exchanges?	-
4 Credit Rating of the debt instrument	-
5 ISIN of the instrument	-
<b>SECURITY COVER / ASSET COVER</b>	
(i) Value of shares on the date of event / agreement (A)	19000000
(ii) Amount involved (against which shares have been encumbered) (B)	500000000
(iii) Ratio of A / B	0.04
<b>END USE OF MONEY</b>	
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. (c) Any other reason (please specify)	- YES See Note

**#Note :**

Amount	Rs. 50,00,00,000/-
Purpose of raising Money by Listed Company	To be utilised towards usual business activities of EMD amount for Bidding and Performance Security for awarded Projects and other general corporate purposes.
Schedule for Utilization of Amount	No specific schedule given for utilization in terms of sanction
Repayment Schedule	After a moratorium of 24 months from the date of disbursement in 36 equal monthly installments beginning from 25th month and continuing till 60th month

For A J TOLLS PRIVATE LIMITED

*for*   
**PRIYA JOSHI**  
**DIRECTOR**  
 Place: **Mumbai**  
 Date: **7/7/2020**