

# RR INFRALANDS PRIVATE LIMITED

January 17, 2020

**Scrip Code – 533122**

**BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400 001

**Sub: Discrepancies in the disclosure under Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Kind Attention: Mr. Rakesh Parekh,**

Dear Sir,

With respect to the issues raised by you in your mail dated January 14, 2020, our response is set out in the below table, in seriatim

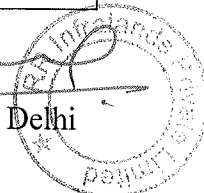
S. No	Query from exchange	Reply from the Company
1	Reason for encumbrance not given (Reason for Creation of Pledge or Release or Invoke of shares not given)	Reason for encumbrance has explicitly been given in the Annexure II. However it may once again be noted that the encumbrance has been created to secure the debts owed by the RattanIndia Power Limited (the "Company") to an entity named Aditya Birla ARC Limited (ARC). The said debts were taken over by ARC from a consortium of banks and financial institutions which had financed the construction and development of its 1350 MW Phase –I Amravati Thermal Power Plant ("Lenders"), pursuant to and in terms of a resolution plan for the settlement of the debts owed to the Lenders, arrived at between the Company and the Lenders.
2	Post Event holding of encumbered shares not tallying	Please take note of the attached working. Should you still need any clarification, kindly let us know

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**(CIN: U70102DL2013PTC247890)**

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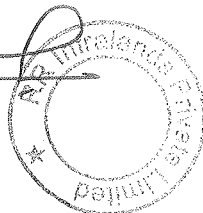
3	Name of the entity in whose favour shares are encumbered not given.	Name of the entity in whose favour the securities are encumbered is Vistra ITCL (India) Limited for the benefit of Aditya Birla ARC Limited. This has been very clearly mentioned in the Disclosure made by us.
4	Type of encumbrance not properly given (pledge/ lien/ non disposal undertaking/ others). It is mentioned as NA (for shares release)	The type of encumbrance has been clearly mentioned in the Disclosure as Pledge (for shares and CCDs, where the encumbrance has been created). As regards the shares which have been released from encumbrance, the understanding of the Promoters was that since the shares were free from encumbrance, no information as to the type of encumbrance was required to be disclosed as the encumbrance has come to an end with the release. However if the Exchange so desires a revised disclosure can be filed mentioning the nature of encumbrance even in respect of released shares (Instead of N.A.)
5	Event base transaction wise details are required to be given	Please refer to the response to Issue no. 2 above and the foot notes given in the Disclosure made

Thanking you,

Yours truly,

For RR Infralands Private Limited

  
Ram Kumar  
Director  
DIN : 00643837



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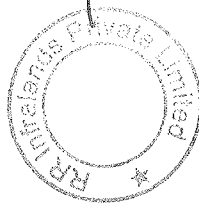
# RR INFRA LANDS PRIVATE LIMITED

Name of the entity	Pre event shareholding (inclusive of convertible securities if any)	Pre event encumbrance		Entity in whose favour encumbered	Post event holding	details of release from encumbrance	Post event encumbrance		Entity in whose favour encumbered
		Pledge	NDU				Pledge	Percentage #	
RattanIndia Infrastructure Limited	1,18,50,00,000	1,05,70,91,981	12,79,08,019	Vistra ITCL (India) Limited as a Security Trustee for the benefit of a consortium of banks and financial institutions ("Lenders" which had financed the 1350 MW Phase-I Amravati Thermal Power Project of RattanIndia Power Limited, the target company (TC)	1,18,50,00,000	1,05,56,084	1,17,44,43,916	21.87	Vistra ITCL (India) Limited as a Security Trustee for the benefit of Aditya Birla ATC Limited, which has taken over the indebtedness of the Company to the Lenders
RR Infralands Private Limited	38,25,00,000	12,40,81,361	19,69,14,650	Vistra ITCL (India) Limited as a Security Trustee for the benefit of a consortium of banks and financial institutions ("Lenders" which had financed the 1350 MW Phase-I Amravati Thermal Power Project of RattanIndia Power Limited, the target company (TC)	1,18,82,24,169*	25,84,18,639	92,98,05,530**	17.31	Vistra ITCL (India) Limited as a Security Trustee for the benefit of Aditya Birla ATC Limited, which has taken over the indebtedness of the Company to the Lenders

\* includes 80,57,24,169 Compulsorily Convertible Debentures (CCDs) issued convertible into an equivalent number of equity shares

\*\* comprises of 12,40,81,361 equity shares and 80,57,24,169 CCDs

# The percentage has been calculated on the expanded equity share capital i.e. Rs. 537,14,94,460/- comprising of 537,14,94,460 equity shares of face value Rs. 10 each being (i) 456,43,81,691 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 13,88,600 outstanding stock options into equivalent number of underlying equity shares of face value of Rs. 10 each.

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