

# OPJ TRADING PRIVATE LIMITED

**Registered Office :** Satyagruh Chavani, Lane No. 21, Bungalow No.508 NR,  
Jodhpur Cross Road, Satellite, Ahmedabad, Gujarat, India-380015  
Corporate Identity Number (CIN): U51909GJ2014PTC078520  
Email: [Opjtrading1@gmail.com](mailto:Opjtrading1@gmail.com) Phone No.: 0124 6612000

<b>BSE Limited</b> Phiroze Jeejeebhoi Tower Dalal Street Mumbai - 400001 Fax: 022-22722082/61/41 E-mail- <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G- Block, Bandra Kurla Complex, Bandra (E) Mumbai - 400051 Fax: 022-26598237-38 E-mail: <a href="mailto:takeover@nse.co.in">takeover@nse.co.in</a>
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**Subject:** Disclosure on reasons for encumbrance under Regulation 31(1) read with Regulation 28(3) of SEBI (SAST) Regulations, 2011

Dear Sir/Madam,

In compliance with the SEBI Circular No. SEBI/HO/CFD/DCR 1/CIR/P/2019/90 dated August 7, 2019 read with Regulation 31(1) and 28(3) of the SEBI (SAST) Regulations, 2011 ("SEBI Takeover Regulations") as amended from time to time, please find enclosed herewith the first Disclosure on detailed reasons for encumbrance of shares (Annexure-II) held in M/ s JSW Holding Limited on behalf of OPJ Trading Private Limited along with persons acting in concert (PACs).

Kindly take the same on records.

Thanking You.

Yours Faithfully

For OPJ Trading Private Limited



**Sarat Kishore Panda**

Director

DIN: 02457596

**Encl.:** As mentioned above

**Date:** June 01, 2022

## Annexure-II

## Disclosure of reasons for encumbrance

(In addition to Annexure-I prescribed by way of circular dated August 5, 2015)

<b>Name of Listed Company</b>	JSW Holdings Limited
<b>Name of the recognised stock exchanges where the shares of the company are listed</b>	BSE Limited National Stock Exchange of India Limited
<b>Name of the promoter(s) / PACs whose shares have been encumbered</b>	OPJ Trading Private Limited alongwith PACs (as per list attached) % of total share capital- 66.26%
<b>Total promoter shareholding in the listed company</b>	73,54,769
<b>Encumbered shares as a % of promoter shareholding</b>	20.77%
<b>Whether encumbered share is 50% or more of promoter shareholding</b>	No
<b>Whether encumbered share is 20% or more of total share capital</b>	Yes

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

	<b>Encumbrance 1</b> (Date of creation of encumbrance: September 14, 2021 & December 10, 2021	<b>Encumbrance 2</b> (Date of creation of encumbrance: September 14, 2021 & Septmeber 27, 2021	<b>Encumbrance 2</b> (Date of creation of encumbrance: May 27, 2022
<b>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>	Pledge	Pledge	Pledge
<b>No. and % of shares encumbered</b>	31,400 (0.28%)	1,85,000 (1.67%)	5,37,673 (4.84%)
<b>Specific details about the encumbrance</b>	<b>Name of the entity in whose favour shares encumbered (X)</b> RBL Bank Limited	Hero Fincorp Limited	Cataylst Trusteeship Limited**
<b>Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance</b>	Yes	Yes	Yes
<b>Names of all other entities in the agreement</b>	Nalwa Steel and Power Limited		Worldone Pvt. Ltd
<b>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</b>	No	No	Yes 1.Name of Issuer: World one Private Limited 2.Details of Debt instrument: a.Secured, Redeemable, Listed, Rated, Principal Protected, Market Linked Non- Convertible Debentures b.Secured, Senior, Redeemable, Listed, Rated, Non-Conver. ble Debentures 3.Whether the debt instrument is listed on Stock Exchanges: Yes 4.Credit Rating of the debt instrument: Care BBB; Stable 5.ISIN of the instrument: INC968W07011 INE968W07029 INE968W07037 INE968W07045 IN E968W07052
<b>Security Cover / Asset Cover</b>	<b>Value of shares on the date of event / agreement (A)*</b> 25,72,02,450	88,20,02,750	1,75,63,08,854.50
	<b>Amount involved (against which shares have been encumbered) (B)</b> 36,00,00,000	71,00,00,000	25,00,00,00,000
	<b>Ratio of A / B</b> 0.71	1.24	0.07
<b>End use of money</b>	<b>Borrowed amount to be utilized for what purpose –</b>		
	<b>(a) Personal use by promoters and PACs</b>	For the benefit and business of entities.	For the benefit and business of entities.
	<b>(b) For the benefit of listed company</b>	-	-
	<b>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</b>	-	-
	<b>(c) Any other reason (please specify)</b>	-	-

\* Share Price as date of encumbrance from National Stock Exchange of India Limited

\*\*This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

	Price as on date 31st May, 2022		
	Name of listed Company	JSW Holdings Limited	
	Name of the recognised stock exchanges where the shares of the company are listed	BSE & NSE	
	Name of the promoter(s) / PACs whose shares have been encumbered	Siddeshwari Tradex Private Limited	
	Total promoter shareholding in the listed company	73,54,769	
	Encumbered shares as a % of promoter shareholding	20.77%	
	Whether encumbered share is 50% or more of promoter shareholding		
	Whether encumbered share is 20% or more of total share capital		
	<b>Encumbrance 1 (Date of creation of encumbrance: _____)</b>	<b>17th June, 2021</b>	<b>03rd March, 2021</b>
	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>Pledge</b>	<b>Pledge</b>
	No. of shares encumbered	8,75,000	2,35,000
	% of shares encumbered	69.54%	18.68%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Lender I - ESOF III Investment Fund Lender II - ECL Finance Limited Trustee - Catalyst Trusteeship Limited	Axis Finance Limited
	Whether the entity X is a scheduled commercial bank, public finance institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Yes	Yes
	Names of all other entities in the agreement	Siddeshwari Tradex Pvt. Ltd.	1. Siddeshwari Tradex Pvt. Ltd. 2. JITF Urban Infrastructure Services Ltd. 3. Jindal Rail Infrastructure Limited
	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
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	3,68,34,87,500	98,92,79,500
	Amount involved (against which shares have been encumbered) (B)	10,00,00,000	15,00,00,000
	Ratio of A / B	36.83	6.60
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 amount, repayment schedule etc.	The facility is taken by Siddeshwari Tradex Private Limited for infusion in Group Company and refinancing of loan availed by promoter group.	The facility is taken by Jindal Rail Infrastructure Limited for refinancing of existing debt, maintenance capex and transaction cost.
	(a) Any other reason (please specify)		

## 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	JSW Holdings Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited, and The National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Worldone Private Limited (as per list attached)
Total promoter(s) shareholding including PACs in the listed company	No. of shares – 73,54,769 % of total share capital – 66.26%
Encumbered shares as a % of promoter shareholding	20.77 %
Whether encumbered share is 50% or more of promoter shareholding	NO
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: <b>May 27, 2022</b> )
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge
No. and % of shares encumbered	No. of shares: <b>4,41,518</b> % of total share capital: <b>3.98%</b>
Specific details about	Name of the entity in whose favour shares encumbered (X)
	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.
	Names of all other entities in the agreement
	<b>Catalyst Trusteeship Limited</b>
	<b>Non-Banking Finance Company</b>
	<b>OPJ Trading Private Limited</b>

*(Handwritten Signature)*

	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	<p>Yes</p> <ol style="list-style-type: none"> <li>1. Name of Issuer: <b>Worldone Private Limited</b></li> <li>2. Details of Debt instrument: <ol style="list-style-type: none"> <li>a. Secured, Redeemable, Listed, Rated, Principal Protected, Market Linked Non-Convertible Debentures</li> <li>b. Secured, Senior, Redeemable, Listed, Rated, Non-Convertible Debentures</li> </ol> </li> <li>3. Whether the debt instrument is listed on Stock Exchanges: Yes</li> <li>4. Credit Rating of the debt instrument: Care BBB; Stable</li> <li>5. ISIN of the instrument: <p>INC968W07011  INE968W07029  INE968W07037  INE968W07045  INE968W07052</p> </li> </ol>
Security Cover / Asset Cover	Value of shares on the date of event/ agreement (A)	Rs. 1,46,42,50,295.20
	Amount involved (against which shares have been encumbered) (B)	Rs. 2500,00,00,000
	Ratio of A / B	0.058:1
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <ol style="list-style-type: none"> <li>(a) Personal use by promoters and PACs</li> <li>(b) For the benefit of listed company</li> </ol> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	<ol style="list-style-type: none"> <li>a. Personal use by promoters and PACs</li> </ol>

*\* Details pertaining to other encumbrances remain same for the other parties as per previous disclosures submitted to the exchanges. Note: Details hereinabove based on the BENPOS dated May 27, 2022.*

S. No.	Name of the Promoter Group Entity
1	OPJ Trading Private Limited
2	Siddheshwari Tradex Private Limited
3	Worldone Private Limited