

K. C. HOLDINGS PRIVATE LIMITED

26th December, 2019

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
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Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Creation of Pledge)

Dear Sir,

J M Financial Credit Solutions Limited has created pledge over 1,67,658 Equity Shares of Kalpataru Power Transmission Limited on 24th December, 2019, which were held by the Company.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in this regard.

We request you to take note of the same.

Thank you,

Yours faithfully,

For K. C. HOLDINGS PRIVATE LIMITED



AMIT SHAH
AUTHORISED SIGNATORY

Encl: As above

K. C. HOLDINGS PRIVATE LIMITED

CIN: U65990MH1981PTC024688

Regd. Office: 101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400 055.

**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)					KALAPTARU POWER TRANSMISSION LIMITED								
Names of the Stock Exchanges where the shares of the target company are listed					National Stock Exchange of India Limited (NSE) BSE Limited (BSE)								
Date of reporting					26th Decembar, 2019								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					K.C.Holdings Private Limited								
Details of the creation of encumbrance:													
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/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favor shares encumbered***	Number	% of total share capital
Kalpataru Constructions Pvt Ltd #	23,350,000	15.09%	15,293,943	9.89%	-	-	-	-	-	-	-	15,293,943	9.89%
Kalpataru Properties Private Limited##	13,646,196	8.82%	2,560,000	1.65%	-	-	-	-	-	-	-	2,560,000	1.65%
K C Holdings Pvt Ltd	21,142,600	13.67%	15,507,000	10.02%	Creation of Pledge of shares	24-Dec-19	Pledge	Creation of Pledge as security for Loan to third party	167,658	0.11%	J M Financial Credit Solutions Limited	15,674,658	10.13%
Mofatraj Pukharaj Munot	10,005,822	6.47%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot ###	7,382,515	4.77%	1,275,000	0.82%	-	-	-	-	-	-	-	1,275,000	0.82%
Parag M. Munot jointly with Monica P. Munot	581,100	0.38%	-	-	-	-	-	-	-	-	-	-	-
Tara Kanga	1,834,130	1.19%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Viniyog LLP	1,320,000	0.85%	-	-	-	-	-	-	-	-	-	-	-
Sudha Rajesh Golecha	871,650	0.56%	-	-	-	-	-	-	-	-	-	-	-
Sunita Vijay Choraria	871,650	0.56%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Saachi Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Holdings Pvt Ltd	333,000	0.22%	-	-	-	-	-	-	-	-	-	-	-
Imtiaz Kanga	100,000	0.06%	-	-	-	-	-	-	-	-	-	-	-

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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/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favor shares encumbered***	Number	% of total share capital
Yasmin Intiaz Kanga	300,000	0.19%	-	-	-	-	-	-	-	-	-	-	-
Chandra Amar Munot	10,000	0.01%	-	-	-	-	-	-	-	-	-	-	-
Jash Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Khushali Rajesh Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Rajesh Bhagchand Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Umang Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Vijay K Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
TOTAL	84,114,663	54.37%	34,635,943	22.39%					167,658	0.11%		34,803,601	22.50%

Note: The Figures shown in coloumn (2) is net impact of pledge created and relased by the following promoters/PACs, for which seperate disclosures has been made by each of them respectively:

Axis Finance Limited and STCI Finance Limited has created a pledge over 1,56,000 and 2,34,000 Equity shares respectively of Kalpataru Power Transmission Limited on 24th December, 2019, which is owned by Kalpataru Constructions Private Limited. Further, Hero Fincorp Limited has created a pledge over 43,000 Equity shares and released 7,15,658 Equity Shares of Kalpataru Power Transmission Limited on 24th December, 2019 which is owned by Kalpataru Constructions Private Limited.

Tata Capital Financial Services Ltd has created a pledge over 75,000 Equity shares of Kalpataru Power Transmission Limited on 24th December, 2019, which is owned by Kalpataru Properties Private Limited

Kotak Mahindra Investments Limited has created a pledge over 40,000 Equity shares of Kalpataru Power Transmission Limited on 24th December, 2019, which is owned by Parag Munot

FOR K. C. HOLDINGS PRIVATE LIMITED



AMIT SHAH
AUTHORISED SIGNATORY

Place: Mumbai

Date: 26th December, 2019

*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.

Figures in bracket or with minus ('-') sign indicates release/reduction

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	KALAPTARU POWER TRANSMISSION LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)
Name of the promoter(s) / PACs whose shares have been encumbered	1 Kalpataru Constructions Private Ltd 2 Kalpataru Properties Private Limited 3 K C Holdings Private Limited 4 Parag M. Munot
Total promoter shareholding in the listed company	No. of shares - 8,41,14,663 % of total share capital - 54.37 %
Encumbered shares as a % of promoter shareholding	41.37%
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 (22.5%)

Details of all the existing events/ agreements pertaining to encumbrance

Particulars		Encumbrance 1 (Date of creation of encumbrance: 18-Dec-19) Date of Agreement: 22/08/2019	Encumbrance 2 (Date of creation of encumbrance: 18-Dec-19) pls refer note 1 Date of Agreement: 04/10/2017
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	Pledge
No. and % of shares encumbered		Total Encumbrance : 65,87,658 % of total share capital : -4.26%	Total Encumbrance : 90,87,000 % of total share capital : -5.87%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	JM FINANCIAL CREDIT SOLUTIONS LIMITED	ADITYA BIRLA FINANCE LIMITED
	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	NBFC	NBFC
	Names of all other entities in the agreement	Listed company and its group companies (if any) - 1 2	Listed company and its group companies (if any) - 1 2
	Security Provider → Lender → Borrower →	Other entities (if any) - 1) K C Holdings Private Limited 2) JM FINANCIAL CREDIT SOLUTIONS LIMITED 3) Kalpataru Land Private Limited	Other entities (if any) - 1) K C Holdings Private Limited 2) ADITYA BIRLA FINANCE LIMITED 3) Ananta Landmarks Private 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)	2,612,665,163	3,668,421,900.00
	Amount involved (against which shares have been encumbered) (B)	1,300,000,000 (Total Facility Rs. 130 crores)	1,810,000,000 (Total Facility Rs. 200 crores)
	Ratio of A / B	2.01	2.03
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)	General Corporate Purpose of Borrower	General Corporate Purpose of Borrower	

Note 1: Value for the Pledge created is based on date of further creation of respective Pledge/Encumbrance and accordingly date of creation of encumbrance reflects latest date of pledge/encumbrance so additionally created.

This figures shows net impact of pledge created and released by all the Promoters together.

For K C Holdings Private Limited



Amit Shah
Authorised Signatory

Place: Mumbai
Date: 26th December, 2019