

Date:- 09.07.2021

To
The Manager (Listing)
Corporate Relationship Dept.
BSE Limited
P J Tower,
Dalal Street,
Mumbai - 400 001

The Manager (Listing)
National Stock Exchange of India Limited
"Exchange Plaza",
Plot No C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Company Code: 532710(BSE)

NSE Symbol: SADBHAV (NSE)

Dear Sir/ Madam,

**Sub: Disclosure in terms of Regulation 31(1) read with Regulation 28(3) SEBI
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Pursuant to the SEBI Circular SEBI/HO/CFD/DCR1/CIR/P2019/90 dtd. August 07,2019, please find attached herewith disclosure about the detailed reasons for encumbrance by the promoter i.e. M/s. Sadbhav Finstock Private Limited in the terms of Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking you,

Yours faithfully,

FOR, SADBHAV FINSTOCK PRIVATE LIMITED

SV Patel

**SHASHIN PATEL
DIRECTOR
DIN: 00048328**



C.C to:

Company Secretary
Sadbhav Engineering Limited
"Sadbhav House",
Opp. Law Garden Police Chowki,
Ellisbridge, Ahmedabad - 380 006

Annexure II

Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Sadbhav Engineering Limited	
Name of the recognised stock exchanges where the shares of the company are listed	• BSE Limited • National Stock Exchange of India Limited	
Name of the promoter(s) / PACs whose shares have been encumbered	Sadbhav Finstock Private Limited	
Total promoter shareholding in the listed company	No. of shares	7,70,10,994
	% of total share capital	44.89% of total share capital
Encumbered shares as a % of promoter shareholding	87.97%	
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: 30.03.2021)	Encumbrance 2 (Date of creation of encumbrance: 07.07.2021)	
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	No. of shares	1,00,00,000	6,95,275	
	% of total share capital	5.83% of total share capital	0.41% of total share capital	
	Total No. of shares pledged on 07.07.2021	1,00,00,000	6,95,275	
	% of total share capital	5.83% of total share capital	0.41% of total share capital	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	STCI FINANCE LIMITED	IDBI Trusteeship Services Ltd.	
	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.	YES / NO Yes.	No. Trustee on behalf of Adani Properties Private Limited	
	Names of all other entities in the agreement	Listed company and its group companies (if any) - 1.Sadbhav Engineering Ltd. Other entities (if any) 1. STCI Finance Ltd.	Listed company and its group companies (if any) - 1.Sadbhav Infrastructure Project Ltd. 2.Sadbhav Engineering Limited Other entities (if any) - IDBI Trusteeship Services Limited Adani Properties 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	YES / NO (if Yes, 1. Name of 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	NO - - - -	No - - - -
	Security Cover / Asset Cover	Value of shares on the date of event / agreement (A) Amount involved (against which shares have been encumbered) (B) Ratio of A / B	Value based on closing price of either NSE or BSE as on date of pledge. Rs. 62,85,00,000/- Rs. 50,00,00,000/- 1.26	Rs. 5,72,55,896.25 Rs. 50,00,00,000/- 0.11
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	No Yes	No Yes	
	Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	Repayment of existing loans & advances and other permitted corporate purpose.	Refinancing of debt and general corporate purpose Repayment within 90 days from first funding date.	
	(a) Any other reason (please specify)	No	No	

For, Sadbhav Finstock Private Limited

Sv Patel
Shashin V. Patel
Director

DIN : 00048328



Date: 09.07.2021
Place: Ahmedabad