



# BINNY LIMITED

Estd 1799  
CIN No. : L 17111TN1969PLC005736

SEC/2019-20/SE/0047

November 28, 2019

BSE Limited  
Department of Corporate Services  
Phiroze Jee Jee Bhoj Towers,  
Dalal Street, Mumbai – 400 001

Dear Sir,

**Sub: Disclosure under Regulation 31 (1) & (2) of SEBI (SAST) Regulations, 2011 and Annexure II (Disclosure of reason for encumbrance)**

**Scrip Code No. 514215**

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With reference to the disclosure requirements by the Promoter for release of encumbrance and encumbrance of shares in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, we hereby submit the disclosure from Arvind Nandagopal Promoter of the Company, for release and creation of pledge of the equity shares of the Company.

We further submit the Additional Disclosure of reason for encumbrance from Shri. M Nandagopal and Shri. Arvind Nandagopal, Promoters of the Company

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For BINNY LIMITED**

(T. Krishnamurthy)  
CFO and Company Secretary

Regd. Office :

No. 1, Cooks Road, Perambur, Chennai - 600 012.

Tel No. : 044-2662 1053, Fax : 044-2662 1056 e-mail : binnyho@binnyltd.in

GSTIN: 33AAACB2529G1Z6 Website: www.binnyltd.in



**Format for disclosure by the Promoter(s) to the stock exchange 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(1C)	BINNY LIMITED
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited
Date of reporting	06.11.2019
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Arvind Nandagopal

**Details of the creation/invocation/release of encumbrance:**

Name of the Promoter(s) or PACs with lim(*)	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 [(2)+(3)]/release [(2)-(3)]/ invocation[(2)-(3)]		
	No. of shares	% of total Share capital	No. of shares	% 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)	Reason for encumbrance	No. of Shares	% of total Share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
Arvind Nandagopal	800000	3.58	800000	3.58	Release	04.11.2019	Pledge	Collateral Pledge for facility of Binny Limited	800000	3.58	Edelweiss Broking Limited	-	-
M Nandagopal	10012110	44.86	10012110	44.86	-	-	-	-	-	-	-	-	-
Arthos Breweries Limited	1615017	7.24	570790	2.56	-	-	-	-	-	-	-	-	-

*Arvind*







**Format for disclosure by the Promoter(s) to the stock exchange 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)	BINNY LIMITED
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited
Date of reporting	06.11.2019
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Arvind Nandagopal

**Details of the creation/invocation/release of encumbrance:**

Name of the Promoter(s) or PAC 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 [(2)-(3)] }		
	No. of shares	% of total Share capital	No. of shares	% 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)	Reason for encumbrance	No. of Shares	% of total Share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
Arvind Nandagopal	800000	3.58	-	-	Creation	04.11.2019	Pledge	Collateral Pledge for facility of Binny Limited	800000	3.58	Catalyst Trusteeship Limited	800000	3.58
M Nandagopal	10012110	44.86	10012110	44.86	-	-	-	-	-	-	-	-	-
Arthos Breweries Limited	1615017	7.24	570790	2.56	-	-	-	-	-	-	-	-	-

*Arvind Nandagopal*







**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	Binny Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Shri. Arvind Nandagopal
Total promoter shareholding in the listed company	No. of shares – 16669317 % of total share capital – 74.69 %
Encumbered shares as a % of promoter shareholding	3.58
Whether encumbered share is 50% or more of promoter shareholding	Yes
Whether encumbered share is 20% or more of total share capital	No

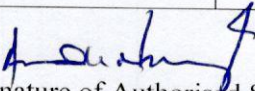
**Details of all the existing events/ agreements pertaining to encumbrance**

	Encumbrance 1 (Date of creation of encumbrance: 06.11.2019 )	
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	
Number of shares encumbered	800000	
% of shares encumbered	44.86	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Catalyst Trusteeship 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.	No Acting as Trustee for the Debenture Holders

*Arvind Nandagopal*



	Names of all other entities in the agreement	Listed company and its group companies (if any) – 1. Mohan Breweries and Distilleries Limited  Other entities (if any) – Not Applicable
	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- 19% Non-convertible Debentures “C”
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	16,56,00,000
	Amount involved (against which shares have been encumbered) (B)	300,00,00,000
	Ratio of A / B	0.05
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)	Providing Security for the Non Convertible Debentures issued by Mohan Breweries and Distilleries Limited

  
Signature of Authorised Signatory:

Place: Chennai

Date: 06.11.19



**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	Binny Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Shri. M Nandagopal
Total promoter shareholding in the listed company	No. of shares – 16669317 % of total share capital – 74.69 %
Encumbered shares as a % of promoter shareholding	44.86
Whether encumbered share is 50% or more of promoter shareholding	Yes
Whether encumbered share is 20% or more of total share capital	Yes

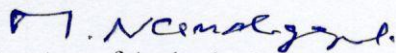
**Details of all the existing events/ agreements pertaining to encumbrance**

	Encumbrance I (Date of creation of encumbrance: 06.11.2019 )
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
Number of shares encumbered	10012110
% of shares encumbered	44.86
Specific details about the encumbrance	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.
	Catalyst Trusteeship Limited
	No Acting as Trustee for Debenture Holders

*M. Nandagopal*



	Names of all other entities in the agreement	Listed company and its group companies (if any) – 1. Not Applicable  Other entities (if any) – Not Applicable
	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- 19% Non-convertible Debentures “C”
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	207,25,06,770
	Amount involved (against which shares have been encumbered) (B)	300,00,00,000
	Ratio of A / B	0.69
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)	Providing Security for the Non Convertible Debentures issued by Mohan Breweries and Distilleries Limited

  
Signature of Authorised Signatory:  
Place: chennai  
Date: 06.11.19