



KALPA-TARU®

28th September, 2022

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| 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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Ref.: Disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Madam/ Sir,

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.

Further, please also find attached herewith disclosure pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019 ('Circular') with respect to disclosure of reasons for encumbrance by promoter of listed companies.

Kindly take the above on record.

Thank you.

Yours faithfully,

For KALPATARU CONSTRUCTIONS PRIVATE LIMITED

AMIT SHAH
AUTHORISED SIGNATORY

Encl: As above

KALPATARU CONSTRUCTIONS PRIVATE LIMITED

CIN No : U45200MH1981PTC025516

101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (E), Mumbai 400 055. India.

Tel +91 22 3064 5000 • Fax +91 22 3064 3131

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 | 28th September 2022 |
| Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked | Kalpataru Constructions 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# | 2,33,50,000 | 15.68% | 2,23,87,737 | 15.03% | Release of Pledge | 26-Sep-22 | Pledge | Release of Pledge | (5,48,906) | (0.37) | STCI Finance Limited | 2,23,87,737 | 15.03% |
| | | | | | Release of Pledge | 27-Sep-22 | Pledge | Release of Pledge | (3,97,000) | (0.27) | IIFL Wealth Prime Limited | | |
| | | | | | Creation of Pledge | 28-Sep-22 | Pledge | Creation of Pledge as a security for loan to third party | 9,45,906 | 0.64 | IIFL Wealth Prime Limited | | |
| K C Holdings Pvt Ltd** | 2,11,42,600 | 14.20% | 1,72,09,436 | 11.56% | - | - | - | - | - | - | - | 1,72,09,436 | 11.56% |
| Mofatraj Pukharaj Munot | 1,63,43,218 | 10.98% | - | - | - | - | - | - | - | - | - | - | - |
| Parag M. Munot | 73,82,515 | 4.96% | - | - | - | - | - | - | - | - | - | - | - |
| Parag M. Munot jointly with Monica P. Munot | 5,81,100 | 0.39% | - | - | - | - | - | - | - | - | - | - | - |
| Tara Kanga | 17,85,630 | 1.20% | - | - | - | - | - | - | - | - | - | - | - |
| Kalpataru Viniyog LLP | 13,20,000 | 0.89% | - | - | - | - | - | - | - | - | - | - | - |
| Sudha Rajesh Golecha | 8,71,650 | 0.59% | - | - | - | - | - | - | - | - | - | - | - |
| Sunita Vijay Choraria | 8,71,650 | 0.59% | - | - | - | - | - | - | - | - | - | - | - |
| Shri. Mofatraj P. Munot as a Trustee of Saachi Benefit Trust | 7,77,000 | 0.52% | - | - | - | - | - | - | - | - | - | - | - |
| Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust | 7,77,000 | 0.52% | - | - | - | - | - | - | - | - | - | - | - |
| Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust | 7,77,000 | 0.52% | - | - | - | - | - | - | - | - | - | - | - |

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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/ot hers) | Reasons for encumbrance** | Number | % of share capital | Name of the entity in whose favor shares encumbered*** | Number | % of total share capital |
| Kalpataru Holdings Pvt Ltd | 3,33,000 | 0.22% | - | - | - | - | - | - | - | - | - | - | - |
| Imtiaz Kanga | 1,00,000 | 0.07% | - | - | - | - | - | - | - | - | - | - | - |
| Yasmin Imtiaz Kanga | 3,00,000 | 0.20% | - | - | - | - | - | - | - | - | - | - | - |
| 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% | - | - | - | - | - | - | - | - | - | - | - |
| MPM Family Trust | 500 | 0.00% | - | - | - | - | - | - | - | - | - | - | - |
| TOTAL | 7,67,57,863 | 51.55% | 3,95,97,173 | 26.59 | | | | | - | - | | 3,95,97,173 | 26.59% |

Note: The Figures shown in column (2) is net impact of pledge created and released by the following promoter group/ PACs, for which separate disclosures has been made by each of them respectively:

STCI Finance Limited has released a pledge over 5,48,906 Equity shares of Kalpataru Power Transmission Limited on 26th Sep, 2022 which is owned by the Company, Thereafter, IIFL Wealth Prime Limited has released a pledge over 3,97,000 Equity shares of Kalpataru Power Transmission Limited on 27th Sep, 2022, which is owned by the Company, Thereafter, IIFL Wealth Prime Limited has created a pledge over 9,45,906 Equity Shares of Kalpataru Power Transmission Limited on 28th Sep, 2022 which is owned by the Company.

** Tata Capital Financial Services Limited has released a pledge over 2,50,000 Equity shares of Kalpataru Power Transmission Limited on 27th Sep, 2022 which is owned by the K C Holdings Private Limited, Thereafter, IIFL Wealth Prime Limited has released a pledge over 2,65,000 Equity shares of Kalpataru Power Transmission Limited on 27th Sep, 2022, which is owned by the K C Holdings Private Limited, Thereafter, IIFL Wealth Prime Limited has created a pledge over 5,15,000 Equity shares of Kalpataru Power Transmission Limited on 28th Sep, 2022, which is owned by the K C Holdings Private Limited.

FOR KALPATARU CONSTRUCTIONS PRIVATE LIMITED



AMIT SHAH
AUTHORISED SIGNATORY

Place: Mumbai

Date: 28th September, 2022

*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 exchange 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 Pvt Ltd 2. K C Holdings Pvt Ltd |
| Total promoter shareholding in the listed company | No. of shares - 7675783 % of total share capital - 51.55% |
| Encumbered shares as a % of promoter shareholding | 51.55% |
| 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 (26.59%) # |

Details of all the existing events/agreements pertaining to encumbrance

| Particulars | Encumbrance 1 | Encumbrance 2 | Encumbrance 3 | Encumbrance 4 | Encumbrance 5 | Encumbrance 6 | Encumbrance 7 | Encumbrance 8 | Encumbrance 9 | Encumbrance 10 | Encumbrance 11 | Encumbrance 12 | Encumbrance 13 | Encumbrance 14 |
|---|---|---|---|--|--|---|---|---|--|---|--|--|--|--|
| (Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) | (Date of creation of encumbrance: 27th October, 2020) (Refer Note 1) | (Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) | (Date of creation of encumbrance: 28th February, 2020) (Refer Note 1) | (Date of creation of encumbrance: 23rd March, 2021) (Refer Note 1) | (Date of creation of encumbrance: 25th June, 2021) (Refer Note 1) | (Date of creation of encumbrance: 25th June, 2021) (Refer Note 1) | (Date of creation of encumbrance: 25th June, 2021) (Refer Note 1) | (Date of creation of encumbrance: 9th December, 2021) (Refer Note 1) | (Date of creation of encumbrance: 14th December, 2021) (Refer Note 1) | (Date of creation of encumbrance: 9th March, 2022) (Refer Note 1) | (Date of creation of encumbrance: 15th March, 2022) (Refer Note 1) | (Date of creation of encumbrance: 28th July, 2022) (Refer Note 1) | (Date of creation of encumbrance: 28th July, 2022) (Refer Note 1) | (Date of creation of encumbrance: 28th September, 2022) (Refer Note 1) |
| Date of Pledge Agreement: 25/06/2019 | Date of Pledge Agreement: 31/07/2019 | Date of Pledge Agreement: 31/07/2019 | Date of Pledge Agreement: 25/02/2021 | Date of Pledge Agreement: 25/02/2021 | Date of Pledge Agreement: 25/06/2021 | Date of Pledge Agreement: 25/06/2021 | Date of Pledge Agreement: 09/12/2021 | Date of Pledge Agreement: 10/12/2021 | Date of Pledge Agreement: 04/03/2022 | Date of Pledge Agreement: 15/03/2022 | Date of Pledge Agreement: 27/07/2022 | Date of Pledge Agreement: 27/07/2022 | Date of Pledge Agreement: 23/09/2022 | Date of Pledge Agreement: 23/09/2022 |
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge | Pledge |
| No. and % of shares encumbered | 16,77,783 | 13,58,554 | 4,02,473 | 11,37,194 | 7,80,427 | 21,62,500 | 20,49,400 | 35,62,000 | 16,86,000 | 15,00,000 | 27,07,500 | 3,00,000 | 21,18,000 | 9,45,906 |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | AXIS FINANCE LIMITED | AXIS FINANCE LIMITED | AXIS FINANCE LIMITED | STCI FINANCE LIMITED | HERO FINCORP LIMITED | STCI FINANCE LIMITED | STCI FINANCE LIMITED | CATALYST TRUSTEESHIP LIMITED ON BEHALF OF CENTRUM CREDIT OPPORTUNITIES FUND | IDBI TRUSTEESHIP SERVICES LIMITED | INFINITE BUILDCON PRIVATE LIMITED | STCI FINANCE LIMITED | IIFL Wealth Prime Limited | IIFL Wealth Prime Limited |
| Lender--> Borrower--> | Axis Finance Limited. Neo Pharma Private Limited | Axis Finance Limited. Kalpataru Gardens Private Limited | Axis Finance Limited. Kalpataru Shubham Enterprises | STCI Finance Limited. Kalpataru Land Private Limited | Hero Fincorp Limited Kalpataru Properties (Thane) Pvt Ltd | STCI Finance Limited Azure Tree Enviro Farms Pvt Ltd | STCI Finance Limited Azure Tree Orchards Pvt Ltd | Catalyst Trusteeship Limited Kalpataru Properties Private Limited | IDBI Trusteeship Services Limited Kalpataru Properties Private Limited | Infinite Buildcon Private Limited Kalpataru Properties (Thane) Private Limited | STCI Finance Limited. Kalpataru Constructions (Pooona) Private Limited | IIFL Wealth Prime Limited Amber Orchards Private Limited | IIFL Wealth Prime Limited Shravasti Ventures LLP | IIFL Wealth Prime Limited Abacus Real Estate Private Limited |
| Amount involved (against which shares have been encumbered) (B) | ₹ 41,50,00,000 (Total Facility Rs.90 crores) | ₹ 41,62,50,000 (Total Facility Rs.54 crores) | ₹ 12,75,00,000 (Total Facility Rs.17 crores) | ₹ 21,00,00,000 (Total Facility Rs. 21 crores) | ₹ 11,20,00,000 (Total Facility Rs. 50 crores) | ₹ 40,00,00,000 (Total Facility Rs. 40 crores) | ₹ 38,00,00,000 (Total Facility Rs. 38 crores) | ₹ 70,00,00,000 (Total Facility Rs. 70 crores) Please refer Note 6 | ₹ 75,00,00,000 (Total Facility Rs. 75 crores) Please refer Note 4 | ₹ 35,00,00,000 (Total Facility Rs.35 crores) | ₹ 50,00,00,000 (Total Facility Rs.50 crores) Please refer Note 5 | ₹ 30,00,00,000 (Total Facility Rs.30 crores) Please refer Note 7 | ₹ 45,00,00,000 (Total Facility Rs.45 crores) Please refer Note 8 | ₹ 50,00,00,000 (Total Facility Rs.50 crores) Please refer Note 9 |
| Ratio of A : B | 1.68 | 1.35 | 1.31 | 2.25 | 2.89 | 2.24 | 2.24 | 2.11 | 0.93 | 1.78 | 2.25 | 0.41 | 1.95 | 0.78 |
| 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) | Advances to related / associate entities of the Borrower for their respective business purposes | Advances to related / associate entities of the Borrower for their respective business purposes | Advances to related / associate entities of the Borrower for their respective business purposes | Repayment of Loans and advances taken from group companies and general Corporate purpose | Repayment of Existing debt and Loans and advances to group companies | General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes | General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes | Repayment of Debt and Working Capital Purpose | General Corporate purpose including repayment of loans, and advances to related / associate entities of the Borrower for their respective business purposes. | General Corporate purpose | Repayment of loans and advances taken from group companies and other permitted corporate purpose | General Corporate Purpose | General Corporate Purpose | General Corporate Purpose |

Note 1: For all other pledge, value has been taken based on the current market price of the equity shares as on the date of event.

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

Note 2: Pursuant to the buy-back of shares by Target Company, the Percentage of the Total share capital has been computed accordingly, which is based on the outstanding no. of shares as on 31-Dec-2020.

Note 3: Shares which were earlier pledged / encumbered against the Loan facility which has been repaid in full, does not form part of this Annexure.

Note 4: The total facility is Rs. 75 crores from Tata Capital Financial Services Limited with respect to encumbrance 9 and against which 16,86,000 shares have been pledged by the Company and also 23,72,010 Shares have been pledged by K C Holdings Private Limited.

Note 5: The total facility is Rs. 50 crores from STCI Finance Limited with respect to encumbrance 11 and against which 27,07,500 shares have been pledged by the Company and Nil Shares have been pledged by K C Holdings Private Limited.

Note 6: The total NCDs is Rs. 70 crores issued to Centrum Credit Oppornunity Fund (Catalyst Trusteeship Limited) with respect to encumbrance 8 and against which 3562000 shares have been pledged by the Company and 1,20,000 Shares have been pledged by K C Holdings Private Limited.

Note 7: The total facility is Rs. 30 crores from IIFL Wealth Prime Limited with respect to encumbrance 12 and against which 3,00,000 shares have been pledged by the Company and also 12,00,000 Shares have been pledged by K C Holdings Private Limited.

Note 8: The total facility is Rs. 45 crores from IIFL Wealth Prime Limited with respect to encumbrance 13 and against which 21,18,000 shares have been pledged by the Company and also 1,32,000 Shares have been pledged by K C Holdings Private Limited.

Note 9: The total facility is Rs. 50 crores from IIFL Wealth Prime Limited with respect to encumbrance 14 and against which 9,45,906 shares have been pledged by the Company and also 5,15,000 Shares have been pledged by K C Holdings Private Limited.

For Kalpataru Constructions Private Limited


Amit Shah
Authorized Signatory
Place: Mumbai
Date: 28th September, 2022