

**RAJESH BHATIA**

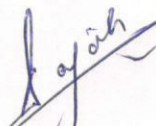
202, 2ND FLOOR, MORYA REGENCY, DR.AMBEDKAR ROAD, KHAR (WEST), MUMBAI, 400052.

**Annexure - II  
Format for disclosure of reasons for encumbrance**

Name of listed company	Tree House Education & Accessories Limited.
Name of the recognised stock exchanges where the shares of the company are listed	1.BSE Limited 2.National Stock Exchange of India Limited 3.MCX Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Mr. Rajesh Bhatia & Mrs. Geeta Bhatia
Total promoter shareholding in the listed company	86,42,169
Encumbered shares as a % of promoter shareholding	20.4254%
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**

		Rajesh Bhatia	Geeta Bhatia
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		5077169	3565000
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	As per the attachment	As per the attachment
	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.	The details regarding business of Hamlet Media is not available as the pledge was created forcefully and the matter is subjudice	The details regarding business of Hamlet Media is not available as the pledge was created forcefully and the matter is subjudice
	Names of all other entities in the agreement	NA	NA
	Whether the	No	No



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	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		
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	As per the attachment	As per the attachment
	Amount involved (against which shares have been encumbered) (B)	As per the attachment	As per the attachment
	Ratio of A / B	Not applicable	Not applicable
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)	As per the attachment	As per the attachment

Signature of Authorised Signatory:

Place: Mumbai  
Date: 03.10.2019

**Pledge and release of shares - Mr. Rajesh Bhatia**

SL No.	Date of Creation	No. and % of shares encumbered	Name of the entity in whose favour shares encumbered (X)	Value of shares on the date of event (calculated as per closing price on BSE)	Date of Release of pledge	No of shares released	Amount Involved (against which shares have been encumbered)	Borrowed amount to be utilized for what purpose
1	26.12.2012	500,000	Kotak Mahindra Investments Ltd.	134,925,000.00	17.07.2013 21.07.2014 15.12.2014	195,000 5,000 105,000	pledge vacated upon repayment of loan	Personal use by the promoters
2	22.08.2013	195,000	Kotak Mahindra Investments Ltd.	46,263,750.00	10.12.2015	195,000	pledge vacated upon repayment of loan	Personal use by the promoters
3	25.10.2013	390,000	STCI Finance Ltd.	92,215,500.00	19.08.2014 10.12.2015	120,000 180,000 90,000	pledge vacated upon repayment of loan	Personal use by the promoters
4	20.12.2013	520,000	STCI Finance Ltd.	126,152,000.00	04.12.2014 10.12.2015 10.12.2015	393,000 57,000 70,000	pledge vacated upon repayment of loan	Personal use by the promoters
5	09.09.2014	900,000	Ambit Finvest Pvt. Ltd.	384,435,000.00	09.09.2015 22.09.2015 08.12.2015 08.12.2015	200,000 325,000 23,500 351,500	pledge vacated upon repayment of loan	Personal use by the promoters
6	27.11.2014	945,000	Capital First Ltd.	433,802,250.00	08.12.2015	945,000	pledge vacated upon repayment of loan	Personal use by the promoters
7	11.12.2014	610,000	Capital First Ltd.	279,990,000.00	08.12.2015	610,000	pledge vacated upon repayment of loan	Personal use by the promoters
8	27.03.2015	200,000	Kotak Mahindra Investments Ltd	79,550,000.00	10.12.2015	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
9	17.04.2015	200,000	Capital First Ltd.	80,120,000.00	08.12.2015	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
10	25.06.2015	175,000	Capital First Ltd	68,215,000.00	08.12.2015	175,000	pledge vacated upon repayment of loan	Personal use by the promoters
11	04.09.2015	80,000	Capital First Ltd	30,856,000.00	08.12.2015	80,000	pledge vacated upon repayment of loan	Personal use by the promoters
12	08.09.2015	655,000	JM Financial Products Ltd.	251,585,500.00	03.12.2015	655,000	pledge vacated upon repayment of loan	Personal use by the promoters
13	21.09.2015	425,000	JM Financial Products Ltd.	150,662,500.00	03.12.2015	425,000	pledge vacated upon repayment of loan	Personal use by the promoters
14	21.09.2015	200,000	Capital First Ltd	70,900,000.00	08.12.2015	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
15	24.09.2015	25,000	STCI Finance Ltd.	8,613,750.00	10.12.2015	25,000	pledge vacated upon repayment of loan	Personal use by the promoters
16	30.09.2015	200,000	JM Financial Products Ltd.	60,100,000.00	03.12.2015	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
17	30.09.2015	60,000	STCI Finance Ltd.	18,030,000.00	10.12.2015 02.03.2016	49,800 10,200	pledge vacated upon repayment of loan	Personal use by the promoters



18	30.09.2015	30,000	Ambit Finvest Pvt. Ltd.	9,015,000.00	08.12.2015	30,000	pledge vacated upon repayment of loan	Personal use by the promoters
19	30.09.2015	250,000	Capital First Ltd	75,125,000.00	08.12.2015	250,000	pledge vacated upon repayment of loan	Personal use by the promoters
20	29.10.2015	25,000	STCI Finance Ltd.	6,937,500.00	04.12.2014	25,000	pledge vacated upon repayment of loan	Personal use by the promoters
21	04.11.2015	15,000	STCI Finance Ltd.	4,104,750.00	04.12.2014	15,000	pledge vacated upon repayment of pledged vacated upon repayment of loan	Personal use by the promoters
22	06.11.2015	250,000	Capital First Ltd	65,125,000.00	08.12.2015	250,000	pledge vacated upon repayment of loan	Personal use by the promoters
23	10.11.2015	20,000	Ambit Finvest Pvt. Ltd.	4,985,000.00	08.12.2015	20,000	pledge vacated upon repayment of loan	Personal use by the promoters
24	10.11.2015	25,000	Ambit Finvest Pvt. Ltd.	6,231,250.00	08.12.2015	23,500	pledge vacated upon repayment of loan	Personal use by the promoters
25	10.11.2015	60,000	STCI Finance Ltd.	14,965,000	18.02.2016	1,500	pledge vacated upon repayment of loan	Personal use by the promoters
26	13.11.2015	250,000	JM Financial Products ltd.	59,887,500	03.12.2015	250,000	pledge vacated upon repayment of loan	Personal use by the promoters
27	13.11.2015	125,000	Capital First Ltd	29,943,750	08.12.2015	125,000	pledge vacated upon repayment of loan	Personal use by the promoters
28	16.11.2015	75,000	Capital First Ltd	18,892,500	08.12.2015	75,000	pledge vacated upon repayment of loan	Personal use by the promoters
<b>Total Released Shares</b>		<b>7,405,000</b>				<b>7,405,000</b>		
29	03.03.2016	573,834	Hamlet Media Network Pvt. Ltd.	43,783,534				
30	03.03.2016	3,683,136	Hamlet Media Network Pvt. Ltd.	281,023,277				
31	04.03.2016	359,999	Hamlet Media Network Pvt. Ltd.	27,179,925				
32	04.03.2016	450,000	Hamlet Media Network Pvt. Ltd.	33,975,000				
33	05.03.2016	7,000	Hamlet Media Network Pvt. Ltd.	528,500				
34	05.03.2016	3,200	Hamlet Media Network Pvt. Ltd.	241,800				
<b>Pledged Shares</b>		<b>5,077,169</b>						
<b>Total</b>		<b>12,482,169</b>				<b>7,405,000</b>		

Net Pledged Shares as of 30th September 2019 - 50,77,169

The pledge was created forcefully by Hamlet Media Network Pvt. Ltd. without assigning any specific purpose. I, have filed a suit with Hon. Bombay High Court & the case is subjudice

**Pledge and release of shares - Mrs. Geeta Bhatia**

Sl. No.	Date of Creation	No. and % of shares encumbered	Name of the entity in whose favour shares encumbered (X)	Value of shares on the date of event (calculated as per closing price on BSE)	Date of pledge	No of shares released	Amount involved (against which shares have been encumbered)	Borrowed amount to be utilized for what purpose
1	26.12.2012	500,000	Kotak Mahindra Prime Ltd.	134,925,000	19.08.2014	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
					15.12.2014	245,000		
					09.12.2015	40,000		
	18.02.2016	15,000						
2	26.10.2013	390,000	STCI Finance Ltd.	92,215,500	10.12.2015	390,000	pledge vacated upon repayment of loan	Personal use by the promoters
3	30.08.2015	100,000	Kotak Mahindra Prime Ltd.	30,050,000	09.12.2015	100,000	pledge vacated upon repayment of loan	Personal use by the promoters
4	13.10.2015	70,000	Kotak Mahindra Prime Ltd.	20,387,500	09.12.2015	70,000	pledge vacated upon repayment of loan	Personal use by the promoters
5	10.11.2015	25,000	Ambik Finvest Pvt Ltd	6,231,250	09.12.2015	25,000	pledge vacated upon repayment of loan	Personal use by the promoters
6	10.11.2015	60,000	STCI Finance Ltd.	14,985,000	09.12.2015	60,000	pledge vacated upon repayment of loan	Personal use by the promoters
7	13.11.2015	70,000	Kotak Mahindra Prime Ltd.	16,768,500	09.12.2015	70,000	pledge vacated upon repayment of loan	Personal use by the promoters
8	23.11.2015	400,000	Capital First Ltd.	87,840,000	08.12.2015	400,000	pledge vacated upon repayment of loan	Personal use by the promoters
9	23.11.2015	100,000	STCI Finance Ltd.	21,960,000	10.12.2015	100,000	pledge vacated upon repayment of loan	Personal use by the promoters
10	23.11.2015	175,000	Kotak Mahindra Prime Ltd.	38,430,000	09.12.2015	175,000	pledge vacated upon repayment of loan	Personal use by the promoters
11	23.11.2015	75,000	Ambik Finvest Pvt Ltd	16,470,000	08.12.2015	75,000	pledge vacated upon repayment of loan	Personal use by the promoters
12	23.11.2015	50,000	JM Financial Products Ltd	10,860,000	03.12.2015	50,000	pledge vacated upon repayment of loan	Personal use by the promoters
13	24.11.2015	200,000	JM Financial Products Ltd	43,530,000	03.12.2015	200,000	pledge vacated upon repayment of loan	Personal use by the promoters
14	30.11.2015	230,000	Ambik Finvest Pvt Ltd	34,980,000	08.12.2015	230,000	pledge vacated upon repayment of loan	Personal use by the promoters
15	30.11.2015	300,000	STCI Finance Ltd.	45,630,000	10.12.2015	300,000	pledge vacated upon repayment of loan	Personal use by the promoters
16	30.11.2015	400,000	Kotak Mahindra Prime Ltd.	60,840,000	09.12.2015	400,000	pledge vacated upon repayment of loan	Personal use by the promoters
17	30.11.2015	1,150,000	Capital First Ltd.	174,915,000	08.12.2015	1,150,000	pledge vacated upon repayment of loan	Personal use by the promoters
18	30.11.2015	600,000	JM Financial Products Ltd.	91,280,000	03.12.2015	600,000	pledge vacated upon repayment of loan	Personal use by the promoters
<b>Total Released Shares</b>		<b>4,895,000</b>				<b>4,895,000</b>		
19	03.03.2016	3,865,000	Hemlet Media Network Pvt. Ltd.	272,099,800		NIL		The pledge was created forcefully by Hemlet Media Network Pvt. Ltd. without assigning any specific purpose. I have filed a suit with Hon. Bombay High Court & the case is subjudice
<b>Pledged Shares</b>		<b>3,865,000</b>						
<b>Total</b>		<b>8,460,000</b>				<b>4,895,000</b>		

Net Pledged Shares as of 30th September 2019 - 35,65,000

