

RR INFRALANDS PRIVATE LIMITED

August 31, 2021

Scrip Code – 533122

RTNPOWER

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
'Exchange Plaza'
Bandra Kurla Complex,
Bandra (East)
Mumbai - 400 051

Sub: Disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sirs,

We RR Infralands Private Limited, enclose a disclosure pursuant to Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and record.

Thanking you,

Yours truly,

For **RR Infralands Private Limited**

For RR Infralands Private Limited
Hitinder Kumar

Hitinder Kumar
Authorised Signatory

Encl.: as above

CC:

The Board of Directors
RattanIndia Power Limited
A-49, Ground Floor Road No. 4,
Mahipalpur, New Delhi 110037

RR INFRALANDS PRIVATE LIMITED
(CIN: U70102DL2013PTC247890)

Registered Office: Plot No. 103-A, Fifth Floor N.H. 8, Mahipalpur Extension, New Delhi
110037

Disclosure by the promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance, in terms of regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011



Name of the Target Company (T): RattanIndia Power Limited (the Company)
 Name of the Stock Exchanges where the shares of the target company are listed: National Stock Exchange of India Limited & BSE Limited
 Date of reporting: 31.08.2021
 Name of the promoter or PDC on whose shares encumbrance has been created/ released/ invoked: RRI Infralands Private Limited, RattanIndia Enterprises Limited

Details of the creation/ invocation/ release of encumbrance:
 Details of event pertaining to encumbrance

Name of the Promoters or PDCs with whom	Promoter holding in the target company	Promoter holding already encumbered	Type of event (creation/ release/ invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance Pledge/lien/non-pledge/other	Reasons for encumbrance	No. of shares	% of total share capital	Name of the entity in whose favour encumbered	No. of shares	% of total share capital	Post event holding of encumbered shares
RattanIndia Enterprises Limited (REL)	1,18,50,00,000	1,17,48,43,916	Release	24.08.2021	Release of Pledge	N/A	13,43,37,278	2.50	N/A	1,04,05,06,638	19.38	
RR Infralands Private Limited (RRIL)	1,18,82,24,169	92,98,05,530	Creation	20.08.2021	Creation of Pledge	An equivalent number of equity shares were released by Vistra ITCL (India) Limited which were earlier pledged by REL, promoter entity. Thus the aggregate number of equity shares pledged by the promoters in the Company, remain unchanged.	13,43,37,278	2.50	Vistra ITCL (India) Limited, the security trustee in favour of Aditya Birla Afc Limited.	1,06,41,42,808	19.81	
RR Infralands Private Limited (RRIL)	1,18,82,24,169	1,06,41,42,808	Creation	25.08.2021	Creation of Pledge	An equivalent number of equity shares earlier pledged in favor of Vistra ITCL (India) Limited were released from pledge. Thus the aggregate number of equity shares pledged by the promoters in the Company, remain unchanged.	12,40,81,361	2.31	Vistra ITCL (India) Limited, the security trustee in favour of Aditya Birla Afc Limited.	1,06,41,42,808	22.13	
		1,18,82,24,169	Release	31.08.2021	Release of Pledge	N/A	12,40,81,361	2.31	N/A	1,06,41,42,808	19.81	

Note: The percentages has been calculated Paid up Share Capital of the Company. i.e. INR 53,70,10,58,600 divided into 5,370,105,860 equity shares of face value of INR 10/- each

For RR Infralands Private Limited
 Signature of the Authorized Signatory: 
 Place: New Delhi
 Date: 31.08.2021
 Authorized Signatory

For RattanIndia Enterprises Limited
 Signature of the Authorized Signatory: 
 Place: New Delhi
 Date: 31.08.2021


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	RattanIndia Power Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited and BSE Limited
Name of the promoter(s) / PACs whose shares have been Encumbered	RR Infralands Private Limited
Total promoter shareholding in the listed company	118,82,24,169 equity shares of Rs. 10/- each - (22.13%)
Encumbered shares as a % of promoter shareholding	89.56%
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: 20.08.2021 and 25.08.2021)
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
No. and % of shares encumbered		Total Encumbered No. of Equity Shares as on August 20, 2021 - 106,41,42,808 constituting 19.81% of Paid Up Share Capital of the Listed Company. Total Encumbered No. of Equity Shares as on August 25, 2021 - 118,82,24,169 constituting 22.13% of Paid Up Share Capital of the Listed Company. Note: 12,40,81,361 equity shares were pledged by the RR Infralands Private Limited on August 25, 2021 and thereafter an equivalent no. of equity shares were released by the Vistra ITCL (India) Limited, Security Trustee, on August 31, 2021, and consequent to such release of shares, promoter pledged shareholding remains unchanged i.e 106,41,42,808 Equity Shares being 19.81% of total Paid Up Share Capital of the Company.
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Vistra ITCL (India) Limited, Security Trustee for the Aditya Birla ARC Limited acting on behalf of, and in its capacity as trustee of ABARC-AST-002 TRUST ("ARC").
	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, Security Trustee for the ARC.

For RR Infralands Private Limited

(Signature)

Authorised Signatory

	Names of all other entities in the agreement	<ol style="list-style-type: none"> 1. RattanIndia Enterprises Limited 2. RR Infralands Private Limited 3. Vistra ITCL (India) Limited 4. RattanIndia Power 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
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	INR 574.64 Crore #
	Amount involved (against which shares have been encumbered) (B)	INR 2380.50 Crore
	Ratio of A / B	0.24:1
End Use of money	<p>Borrowed amount to be utilized for what purpose -</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	<p>For the benefit of RattanIndia Power Limited, the Listed Company.</p> <p>In terms of the Framework Facility Agreement dated December 31, 2019 and Supplemental And Amendment Deed to the Second Amended & Restated Deed of Pledge of Shares dated December 31, 2019, to the Second Amended and Restated Deed of Pledge of Shares dated March 21, 2016</p>

calculated on the basis of closing price of the equity shares of the Company on National Stock Exchange of India Limited as on August 20, 2021 i.e. Rs. 5.40.

Note : The percentages has been calculated Paid up Share Capital of the Company i.e. INR 53,701,058,600 divided into 5,370,105,860 equity shares of face value of INR 10/- each

Note : 13,43,37,278 equity shares held by RattanIndia Enterprises Limited (Promoter Entity) in the RattanIndia Power Limited have been released by the Vistra ITCL (India) Limited, Security Trustee, on August 24, 2021 and the equivalent number of equity shares held by the RR Infralands Private Limited (Promoter Entity) were pledged on August 20, 2021. Hence the number and percentage of encumbered shares by the Promoters remain unchanged.

For RR Infralands Private Limited

For RR Infralands Private Limited

Hitnder Kumar
 Authorised Signatory