

Format for 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)		Ambuja Cements Limited											
Name of the stock Exchanges where the shares of the target company		BSE Ltd. & National Stock Exchange of India Ltd.											
Date of reporting		30th September, 2024											
Name of the Promoter or PAC on whose shares encumbrance was		Harmonia Trade and Investment Limited											
Details of the creation of encumbrance:													
Name of 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 [(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 / invocation / release of encumbrance	Type of encumbrance (pledge /lien/non disposal /undertaking/ot hers)	Reason for encumbrance **	Number	% of total share capital		Name of the entity in whose favour shares encumbered ***	No. of shares
Harmonia Trade and Investment Limited	477,478,249	19.39	0	0.00	Creation	September 26, 2024	Others	Refer Notes below	477,478,249	19.39	Deutsche Bank AG, Hong Kong Branch acting as the security agent for the lenders.	477,478,249	19.39
Note 1: No pledge has been created on the shares of Ambuja Cements Limited.													
Note 2: The shares of Harmonia Trade and Investment Limited ("Harmonia") (promoters of Ambuja Cements Limited ("ACL")) have been charged for a certain facilities availed by Endeavour including its successors in title, permitted assigns and permitted transferees (which was previously disclosed under the disclosure made by ACL on October 25, 2023), and Harmonia has agreed to certain covenants in relation thereto.													
Note 3: As disclosed by ACL on April 2 and April 19, 2024, the shares of Harmonia were secured for a facility availed by it. The proceeds of the above facility availed as referred to in Note 2 have been used to repay the said facility which was availed by Harmonia and all security created over shares of Harmonia for the erstwhile facility has been released.													

For Harmonia Trade and Investment Limited

Authorised Signatory

Place: Mauritius

Date: 30/09/2024



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		Ambuja Cements Limited
Name of the recognised stock exchanges where the shares of the company are listed		BSE Ltd. & National Stock Exchange of India Ltd.
Name of the promoter(s) / PACs whose shares have been encumbered		Harmonia Trade and Investment Limited
Total promoter shareholding in the listed company	No. of shares -	477,478,249
	% of total share capital -	19.39
Encumbered shares as a % of promoter shareholding		28.71
Whether encumbered share is 50% or more of promoter shareholding		NO
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: [September 26, 2024])
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Other covenant in the nature of encumbrance
No. and % of shares encumbered	No. of shares:	477,478,249
	% of total share capital:	19.39
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Deutsche Bank AG, Hong Kong Branch acting as the security agent for the lenders*.
	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 Agent
	Names of all other entities in the agreement	The facility agreement has been signed by Endeavour with Endeavour including its successors in title, permitted assigns and permitted transferees as the Borrower, and the Mandated Lead Arrangers and Bookrunners and Underwriters as disclosed on October 25, 2023, the other Mandated Lead Arrangers and Bookrunners as disclosed on October 25, 2023 and those providing the additional amounts as set out below (and as may accede from time to time), Deutsche Bank AG, Hong Kong Branch as Agent and the Security Agent: (a) MUFG Bank, Ltd., GIFT Branch (b) Mizuho Bank, Ltd. (c) Standard Chartered Bank (Singapore) Limited (d) ING Bank N.V., Singapore Branch (e) Sumitomo Mitsui Banking Corporation Singapore Branch
	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)	298,113,544,763
	Amount involved (against which shares have been encumbered) (B)	up to USD 3.520 billion*
	Ratio of A / B	1.01
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)	The facilities have been availed by Endeavour including its successors in title, permitted assigns and permitted transferees for the purposes as disclosed on October 25, 2023 and to enable repayment of existing facilities availed by Harmonia (also a promoter of Ambuja Cements Limited). It may be noted that no pledge has been created over the shares of Ambuja.

* The borrower has the right to avail additional facilities under the captioned facility agreement from time to time.



Signature of Authorised Signatory:

Place:

Date:

Mauritius
30-09-24

