

26th July, 2021

BSE Limited,
Floor 25, P.J. Towers,
Dalal Street,
Mumbai-400001

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai-400051

Zuari Agro Chemicals Limited
Jai Kisaan Bhawan,
Zuarinagar, Goa-403726

Dear Sir,

Subject: Disclosure of reasons for encumbrance by promoter of listed companies.

In terms of SEBI Circular SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019. Please find enclosed herewith disclosure in the prescribed format.

Kindly take the above information in your record.

Thanking You,
Yours Faithfully,

For Zuari Global Limited



Laxman Aggarwal
Company Secretary



Encl: As above.

ZUARI GLOBAL LIMITED

CIN No.: L65921GA1967PLC000157

Corp. Off : 5th Floor, Tower – A, Global Business Park, M. G. Road, Sector 26,

Gurugram – 122 002, Haryana India

Tel: +91 124 482 7800 Fax: +91 124 421 2046

Website : www.adventz.com, E-mail: ig.zgl@adventz.com

Regd. Off : Jai Kisaan Bhawan, Zuarinagar, Goa - 403726



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	ZUARI AGRO CHEMICALS LIMITED ("ZACL")
Name of the recognised stock exchanges where the shares of the company are listed	1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Name of the promoter(s) / PACs whose shares have been encumbered	ZUARI GLOBAL LIMITED ("ZGL") PACs: Zuari Management Services Limited New Eros Tradecom Limited
Total promoter shareholding in the listed company	Total Promoter & Promoter Group Shareholding No. of shares - 2,73,56,419 % of total share capital - 65.04%
Encumbered shares as a % of promoter shareholding	Encumbered shares of Promoter & Promoter Group - 1,46,87,277 % of promoter shareholding - 53.68%
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 1 (Date of creation of encumbrance: <u>24/09/2018</u>)	Encumbrance 2 (Date of creation of encumbrance: <u>07/01/2021</u>)	Encumbrance 3 (Date of creation of encumbrance: <u>22/07/2021</u>)	
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Non- Disposal Undertaking	Pledge	Pledge	
No. and % of shares encumbered	No. of shares: 84,11,601 % of total share capital: 20%	No. of shares: 48,00,000 % of total share capital: 15.69% (Please refer Note 1)	No. of shares: 10,00,000 % of total share capital: 2.38%	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Aditya Birla Finance Limited	Shine Star Build-Cap Private 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.	NBFC	NBFC	
	Names of all other entities in the agreement Listed company and its group companies (if any)	Zuari Management Services Limited and Zuari Agro Chemicals Limited	Zuari Agro Chemicals Limited , Zuari Global Limited (ZGL) and Gobind Sugar Mills Limited(GSML)	Zuari Agro Chemicals Limited , Zuari Global Limited (ZGL) and Gobind Sugar Mills Limited(GSML)
	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	No	No
Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	No	No	No	
Security Cover / Asset Cover	Value of shares on the date of event agreement (A)	Rs.2,20,38,39,462	Rs.90,63,60,000(as per NSE Closing price)	
	Amount involved (against which shares have been encumbered) (B)	Rs.1,50,00,00,000	Rs.40,00,00,000	
	Ratio of A / B	1.46	2.26	
			Rs.13,94,50,000(as per NSE Closing price)	
			Rs.40,00,00,000	
			0.35	



End money use of	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)	ZACL has availed financial assistance of Rs.1,50,00,00,000 from Aditya Birla Finance Limited. As per term and condition stipulated in the facility agreement dated 24 September, 2018 entered by the ZACL and Aditya Birla Finance Limited, ZGL is required to furnish NDU in respect of their equity stake in ZACL. Accordingly ZGL has provided NDU to Aditya Birla Finance Limited.	ZGL has created pledge on the equity shares held in Zuari Agro Chemicals Limited as security for loan availed by Gobind Sugar Mills Limited from Shine Star Build-Cap Private Limited for General Corporate Purpose	ZGL has created additional pledge on the equity shares held in Zuari Agro Chemicals Limited due to shortfall of security provided for loan availed by Gobind Sugar Mills Limited from Shine Star Build-Cap Private Limited for General Corporate Purpose.
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For Zuari Global Limited


Laxman Aggarwal
Company Secretary

Place: Gurugram

Date: 26 July, 2021



Note 1

Out of 84,00,000 Shares of ZACL pledged by ZGL in favour of Shine Star Build-Cap Private Limited on 07/01/2021, an aggregate number of 36,00,000 shares of ZACL has been released by Shine Star Build-Cap Private Limited on 15/07/2021 & 16/07/2021.