



BGR INVESTMENT HOLDINGS COMPANY LIMITED

Regd. Office : No. 60 (Old No.100), IV Street, Abhiramapuram, Chennai 600018 India
Phone: +91 44 24301000 Fax: +91 44 24360576
Email : compliance@bgrenergy.com
Corporate Identity Number : U65991TN1994PLC027174

April 06, 2022

1. National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
2. BSE Limited
Department of Corporate Services
P J Towers, Dalal Street,
Mumbai - 400 001
3. Whole-time Director & Secretary
BGR Energy Systems Limited
A-5, Pannamgadu Industrial Estate,
Ramapuram Post Sullurpet Village,
Nellore - 524 401,
Andhra Pradesh

Dear Sirs,

Sub : Disclosures under regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

In terms of Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Circulars issued thereunder, we hereby make the disclosures in connection with creation of pledge on 2,16,48,468 equity shares of face value of Rs.10/- per share constituting 30% of outstanding equity share capital of **BGR Energy Systems Limited (NSE Symbol: BGREENERGY; BSE Scrip Code : 532930)** held by us in Annexure I & Annexure II.

Kindly take the same on record.

Thanking you,

Yours truly,

For BGR Investment Holdings Company Limited


S. Krishna Kumar
CFO & Company Secretary

Encl.: As above

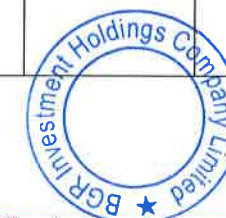
Annexure I

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)	BGR Energy Systems Limited [NSE Symbol : BGREENERGY; BSE Scrip Code : 532930]
Names of the stock exchanges where the shares of the target company are listed	1. National Stock Exchange of India Limited; and 2. BSE Limited
Date of reporting	06/04/2022
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	BGR Investment Holdings Company Limited (Member of Promoter Group)
Details of the creation of encumbrance:	Pledge of equity shares

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
1. Mrs Sasikala Raghupathy	1,73,14,450	23.99	---	---	---	---	---	---	---	---	---	---	---
2. BGR Investment Holdings Company Limited	3,68,02,400	51.00	---	---	Creation	05/04/2022	Pledge	For providing additional collateral security by the Promoter	2,16,48,468	30.00	SBICAP Trustee Company Limited, acting as	2,16,48,468	30.00

[Handwritten Signature]



									Group to secure renewed working capital facilities inter alia for an amount of Rs.590 crore sanctioned by State Bank of India, Industrial Finance Branch, Chennai to BGR Energy Systems Limited (Subsidiary Company of Pledgor) on sole banking basis			Security Trustee for State Bank of India, Industrial Finance Branch, Chennai		
3.	Mr S K Sridhar	4,320	0.01	---	---	---	---	---	---	---	---	---	---	---

Signature of the Authorised Signatory
For BGR Investment Holdings Company Limited


S.Krishna Kumar
CFO & Company Secretary



Place: Chennai
Date : 06/04/2022

*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.

Annexure II

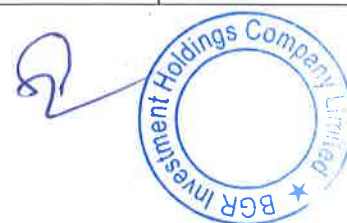
Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of Listed Company	BGR Energy Systems Limited [NSE Symbol : BGREENERGY; BSE Scrip Code : 532930]
Name of the recognised stock exchanges where the shares of the company are listed	1. National Stock Exchange of India Limited; and 2. BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	BGR Investment Holdings Company Limited (Member of Promoter Group)
Total promoter shareholding in the listed company	No. of shares - 5,41,21,170 % of total share capital - 75.00
Encumbered shares as a % of promoter shareholding	40.00
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

Details of all the existing events / agreements pertaining to encumbrance:

		Encumbrance 1 (Date of creation of encumbrance : 05/04/2022)	Encumbrance 2 (Add columns for each event / agreement)
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		No. of shares : 2,16,48,468 % of total share capital : 30.00	---
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	SBICAP Trustee Company Limited, acting as Security Trustee for State Bank of India, Industrial Finance Branch, Chennai	---
	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.	YES/ NO Trustee Company	---
	Names of all other entities in the agreement	Listed company and its group companies (if any) – 1. BGR Energy Systems Limited 2. BGR Investment Holdings Company Limited Other entities (if any) – NIL	---



		1. 2.	
	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	YES/ NO If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	---
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs.198.84 crore (Rs.91.85 per share, closing price in NSE)	---
	Amount involved (against which shares have been encumbered) (B)	Rs.590 crore	---
	Ratio of A / B	0.34	---
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)	No Yes, to meet working capital requirements by BGR Energy Systems Limited Amount borrowed by BGR Energy Systems Limited : Rs.590 crore Purpose of raising money - To meet its working capital requirements Schedule for utilisation of amount - As per business requirements. Repayment schedule - On demand ---	---

For BGR Investment Holdings Company Limited


S. Krishna Kumar
CFO & Company Secretary

Place: Chennai
Date: 06/04/2022

