

GUILD BUILDERS PRIVATE LIMITED

**Regd. Office: FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001
CIN NO.:U45201HR2003PTC049535 Email: Secretarial_1@omaxe.com**

Date: 14 June 2022

To,

**Listing Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai 400001**

**Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) Mumbai-400051**

**Subject: Disclosure of reason for Encumbrance of shares in terms of SEBI Circular
No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019**

Dear Sir/Madam,

This is to inform you that in terms of Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019 issued by Securities and Exchange Board of India, please find enclosed herewith the disclosure of reasons for encumbrance of shares pledged by M/s Guild Builders Private Limited, being one of the Promoters of Omaxe limited.

Further to inform that the said pledge was required for top-up/margin against the existing loan facility as mentioned under Encumbrance 2.

The requisite disclosure is attached herewith. Kindly acknowledge the receipt of the same.

Thanking You.

For Guild Builders Private Limited


**Yogender Mangla
Director
Encl: As above**

Disclosures of Reason for Encumbrance as per SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A:

General Details

1.	Name of Listed Company (LC)	Omaxe Limited		
2.	Stock exchanges where the target company is listed	NSE	BSE	MSEI
		Yes	Yes	NA
3.	Name of the promoter(s) / PACs whose shares have been encumbered	1. M/s Dream Home Developers Pvt. Ltd. 2. M/s Guild Builders Private Limited 3. Mr. Rohtas Goel 4. Rohtas Goel HUF		
4.	Total promoter shareholding in the listed company	Number of Shares	135606918	
		% of total share capital	74.14%	
5.	Encumbered shares as a % of promoter shareholding	58.64%		
6.	Whether encumbered share is 50% or more of promoter shareholding	Yes		
7.	Whether encumbered share is 20% or more of total share capital	Yes		

Remarks (Optional)

8.	Additional Information (For Public dissemination)	Details under Point No. 5, 6 & 7 includes other promoter/promoter group	
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Details of all the events/ agreements pertaining to encumbrance

Specific details about the encumbrance		Encumbrance 1	
1. * Date of Creation of encumbrance		10-Feb-2017	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		575000	
4. * Shares encumbered as a percentage of total share capital		0.31%	
5. * Name of the entity in whose favour shares encumbered (X)		IFCI Factors Limited	
6. * 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	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Omaxe Garv Buildtech Private Limited 3. Guild Builders Pvt. Ltd. 4. Praveen Buildcon Private Limited 5. Krishan Kripa Buildcon Private Limited 6. Omaxe Buildwell Limited	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 37,36,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 13,00,00,000 * Ratio of A / B 2.87	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	Yes	(For the benefit of both listed & its Subsidiary Company) The Company has borrowed the funds for Working Capital Purpose. Repayment Schedule : a) 35 Monthly instalment of Rs.0.28 Cr. each & 36th instalment of Rs.0.20 Cr. starting from 31st March 2018 to 28th Feb.,2021. b) 35 Monthly instalment of Rs.0.28 Cr. each starting from 31Jan, 2019 to 30th Nov.,2021 & last instalment of Rs.0.20 Crs. on 31/12/2021.
	(c) Any other reason (please specify)	No	

Specific details about the encumbrance		Encumbrance 2	
1. * Date of Creation of encumbrance		19-Dec-2018	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		15627000	
4. * Shares encumbered as a percentage of total share capital		8.54%	
5. * Name of the entity in whose favour shares encumbered (X)		Lender: Yes Bank Limited Security Trustee: Vistra ITCL (India) Limited	
6. * 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	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Omaxe Francham Realcon Pvt. Ltd 3. Aviral Colonizers Pvt Ltd. 4. Satkar Colonisers Pvt Ltd. 5. Beautiful Landbase Pvt Ltd., 6. Bhavesh Buildcon Pvt Ltd., 7. Mangla Villas Pvt Ltd., 8. Utkrish Real Estate & associates 9. Panchi Developers (P) Ltd 10. Shamba Developers (P) Ltd. 11. Guild Builders Pvt. Ltd.	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 73,42,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 90,00,00,000 * Ratio of A / B 0.82	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	No	
	(c) Any other reason (please specify)	Yes	For the benefit of Group Company of listed company The Company has borrowed the funds for Construction of project "Omexe Ananda" at Allahabad Repayment Schedule: 4 Quarterly Instalments of Rs.6.50 Crs. starting from 31/05/2021 to 28/02/2022, 8 Quarterly Instalments of Rs.13 Crs. starting from 31/05/2022 to 28/02/2024.

Specific details about the encumbrance		Encumbrance 3	
1. * Date of Creation of encumbrance		29-Sep-2015	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		22840990	
4. * Shares encumbered as a percentage of total share capital		12.49%	
5. * Name of the entity in whose favour shares encumbered (X)		Indiabuilt Housing Finance Limited	
6. * 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)		Housing Finance Company	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Omaxe Forest Spa and Hills Developers Limited 3. Garv Buildtech Pvt. Ltd 4. Sunil Goel 5. Guild Builders Pvt. Ltd.	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 3,51,53,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 2,58,62,00,000 * Ratio of A / B 1.36	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	Yes	(Loan was availed for the benefit of listed & its Subsidiary Company) The Company has borrowed the funds for Working Capital Purpose & for Project cum Corporate Loan Repayment Schedule: a) 36 EMI starting from 05/11/2016 to 5/10/2019 b) 24 EMI 05/2/2017 to 5/1/2019 c) 47 EMI 05/8/2018 to 5/6/2022 d) 46 EMI 05/8/2018 to 5/5/2022 e) 46 EMI 05/10/2018 to 5/7/2022 f) 5 Quarterly instalment of Rs.20.4106 Cr. each starting from 15 July, 2019 to 15th July, 2020.
	(c) Any other reason (please specify)	No	

Specific details about the encumbrance		Encumbrance 4	
1. * Date of Creation of encumbrance		26-Oct-2017	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		17376000	
4. * Shares encumbered as a percentage of total share capital		9.50%	
5. * Name of the entity in whose favour shares encumbered (X)		Indusind Bank Limited	
6. * 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)		Scheduled Commercial Bank	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Omaxe New Chandigarh Developers Private Limited 3. Advaita Properties Private Limited 4. Advay Properties Private Limited 5. Udal Properties Private Limited 6. Guild Builders Pvt. Ltd.	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 2,21,22,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 1,91,71,00,000 * Ratio of A / B 1.15	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	Yes	(For the benefit of both listed & its Subsidiary Company) The Company has borrowed the funds for following projects: 1. For Construction of project "The Palace" at Lucknow, 2. For Construction of project "Hazrat Ganj Residency" at Lucknow, 3. For Infra Development Expenses of "Hazrat Ganj Residency" Project, at Lucknow, 4. For Construction & facility charges of project "Omaxe Celestia Royal" New Chandigarh, 5. For Infra Development Expenses of Mega Township Project, at Omaxe New Chandigarh Repayment Schedule: a) 10 Quarterly instalments of Rs. 6.50 Cr.
	(c) Any other reason (please specify)	No	

Specific details about the encumbrance		Encumbrance 5	
1. * Date of Creation of encumbrance		28-Aug-2017	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		3716667	
4. * Shares encumbered as a percentage of total share capital		2.03%	
5. * Name of the entity in whose favour shares encumbered (X)		Venus India Asset-Finance Pvt. Ltd.	
6. * 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	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Guild Builders Pvt. Ltd.	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 49,49,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 15,06,00,000 * Ratio of A / B 3.29	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	Yes	The Company has borrowed the funds for working capital purpose Repayment Schedule: 24 Equal monthly instalment starting from 30th Sept, 2018 to 31st August, 2020.
	(c) Any other reason (please specify)	No	

Specific details about the encumbrance		Encumbrance 6	
1. * Date of Creation of encumbrance		03-Oct-2017	
2. * Type of encumbrance		Pledge	
3. * No. of shares encumbered		7731000	
4. * Shares encumbered as a percentage of total share capital		4.23%	
5. * Name of the entity in whose favour shares encumbered (X)		Rama Shankar Khemka	
6. * 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	
7. * Names of all other entities in the agreement (Please fill NA in case there is no other entity)		* Listed company and its group companies (if any) 1. Omaxe Limited 2. Guild Builders Pvt. Ltd.	
		* Other entities (if any) – Not Applicable	
8. * 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	
9. * Security Cover / Asset Cover		* Value of shares on the date of event / agreement (A) ₹ 1,53,15,00,000 * Amount involved (against which shares have been encumbered) (B) ₹ 45,00,00,000 * Ratio of A / B 3.40	
10. Utilization of borrowed amount (1. Please tick all that are applicable 2. In case (b) or (c) is selected, please provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.)	(a) Personal use by promoters and PACs	No	
	(b) For the benefit of listed company	Yes	The Company has borrowed the funds: as investment Repayment Schedule: Payable by 1, December, 2019
	(c) Any other reason (please specify)	No	

Place:- New Delhi
Date:- 14-Jun-2022

Name
Signature