

**RAJEEV JHAWAR**

ARJUN ENCLAVE  
FLAT 4C & 5C  
12C JUDGES COURT ROAD  
KOLKATA - 700 027  
TEL. : 2439 8484/5, 2449 8888

03<sup>rd</sup> October, 2019

The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Plot No C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400051  
[Fax No. 022-26598347]

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001  
[Fax No. 022-22723719]

Societe de la Bourse de Luxembourg  
35A Boulevard Joseph II  
L-1840, Luxembourg  
[Scrip Code. US9173002042]

Dear Sirs,

In accordance with SEBI Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated 7<sup>th</sup> August, 2019, please find enclosed the required disclosure in Annexure II.

This is for your information and record.

Thanking you,

Yours faithfully,



**Rajeev Jhawar**  
Promoter

 Encl: as mentioned above.

Copy to : The Company Secretary  
Usha Martin Limited  
2A, Shakespeare Sarani  
Kolkata – 700 071

## Annexure - II

### Disclosure of reasons for encumbrance

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

Name of listed company	Usha Martin Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited BSE Limited Societe de la Bourse de Luxembourg [GDRs are listed]
Name of the promoter(s) / PACs whose shares have been encumbered	1) Brij Investments Private Limited 2) UMIL & Stock Broking Services Limited 3) Usha Martin Ventures Limited 4) Peterhouse Investments India Limited
Total promoter shareholding in the listed company	No. of equity shares – 15,06,41,863 49.43% of total paid up equity share capital
Encumbered shares as a % of promoter shareholding	7,92,32,864 encumbered (pledged) equity shares is 52.60% of promoter shareholding
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**

		<b>Encumbrance 1 (Date of creation of encumbrance: 10<sup>th</sup> March, 2016)</b>	<b>Encumbrance 2 (Date of creation of encumbrance: 9<sup>th</sup> August, 2016)</b>																																
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 of equity shares	Pledge of equity shares																																
No. and % of shares encumbered		<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Promoter</th> <th>No. of shares pledged</th> <th>%age of share capital</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Brij Investments Private Limited</td> <td>16,16,432</td> <td>0.53</td> </tr> <tr> <td>2</td> <td>UMIL &amp; Stock Broking Services Limited</td> <td>380,00,000</td> <td>12.47</td> </tr> <tr> <td></td> <td>TOTAL</td> <td>396,16,432</td> <td>13.00</td> </tr> </tbody> </table>	Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital	1	Brij Investments Private Limited	16,16,432	0.53	2	UMIL & Stock Broking Services Limited	380,00,000	12.47		TOTAL	396,16,432	13.00	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Promoter</th> <th>No. of shares pledged</th> <th>%age of share capital</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Usha Martin Ventures Limited</td> <td>200,00,000</td> <td>6.56</td> </tr> <tr> <td>2</td> <td>Peterhouse Investments India Limited</td> <td>196,16,432</td> <td>6.44</td> </tr> <tr> <td></td> <td>TOTAL</td> <td>396,16,432</td> <td>13.00</td> </tr> </tbody> </table>	Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital	1	Usha Martin Ventures Limited	200,00,000	6.56	2	Peterhouse Investments India Limited	196,16,432	6.44		TOTAL	396,16,432	13.00
Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital																																
1	Brij Investments Private Limited	16,16,432	0.53																																
2	UMIL & Stock Broking Services Limited	380,00,000	12.47																																
	TOTAL	396,16,432	13.00																																
Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital																																
1	Usha Martin Ventures Limited	200,00,000	6.56																																
2	Peterhouse Investments India Limited	196,16,432	6.44																																
	TOTAL	396,16,432	13.00																																
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X) 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. Names of all other entities in the agreement	State Bank of India (SBI) YES [Scheduled Bank] 1) Brij Investments Private Limited 2) UMIL & Stock Broking Services Limited NO	State Bank of India (SBI) YES [Scheduled Bank] 1) Usha Martin Ventures Limited 2) Peterhouse Investments India Limited NO																																
	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																																		

Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs.39.30 Crores [Value of shares as per the closing price at BSE (Rs.9.92 per share) as on the date of pledge ]	Rs.62.99 Crores [Value of shares as per the closing price at BSE (Rs. 15.90 per share) as on the date of pledge ]												
	Amount involved (against which shares been encumbered) (B)	Rs.6,798 Crore [As on 31st March, 2019 and 30th September, 2019 outstanding amount is Rs.4,304.52 Crores and Rs.268.53 Crores respectively.	Rs. 6,798 Crore [As on 31st March '19 and 30th September, 2019 outstanding amount is Rs.4,304.52 Crores and Rs.268.53 Crores respectively.												
	Ratio of A / B	<table border="1" data-bbox="486 862 627 1332"> <tr><td>As on 10<sup>th</sup> March, 2016 being date of pledge</td><td>0.01</td></tr> <tr><td>As on 31<sup>st</sup> March, 2019</td><td>0.01</td></tr> <tr><td>As on 30<sup>th</sup> September, 2019</td><td>0.13</td></tr> </table>	As on 10 <sup>th</sup> March, 2016 being date of pledge	0.01	As on 31 <sup>st</sup> March, 2019	0.01	As on 30 <sup>th</sup> September, 2019	0.13	<table border="1" data-bbox="486 235 627 705"> <tr><td>As on 9<sup>th</sup> August, 2016 being date of pledge</td><td>0.01</td></tr> <tr><td>As on 31<sup>st</sup> March, 2019</td><td>0.01</td></tr> <tr><td>As on 30<sup>th</sup> September, 2019</td><td>0.21</td></tr> </table>	As on 9 <sup>th</sup> August, 2016 being date of pledge	0.01	As on 31 <sup>st</sup> March, 2019	0.01	As on 30 <sup>th</sup> September, 2019	0.21
As on 10 <sup>th</sup> March, 2016 being date of pledge	0.01														
As on 31 <sup>st</sup> March, 2019	0.01														
As on 30 <sup>th</sup> September, 2019	0.13														
As on 9 <sup>th</sup> August, 2016 being date of pledge	0.01														
As on 31 <sup>st</sup> March, 2019	0.01														
As on 30 <sup>th</sup> September, 2019	0.21														
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	Not Applicable													
	Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	Yes													
		<table border="1" data-bbox="882 190 1428 1355"> <tr><td>Amount of facilities sanctioned in 2016 when pledge agreement was executed</td><td>Rs. 6,798 crore</td></tr> <tr><td>Amount of facilities outstanding as on 31<sup>st</sup> March, 2019</td><td>Rs.4,304.52 Crores</td></tr> <tr><td>Amount of facilities outstanding as on 30<sup>th</sup> September, 2019</td><td>Rs. 268.53 Crores</td></tr> <tr><td>Purpose of Facilities</td><td>Capital expenditure; long term working capital; general corporate expenses; payment of capex creditors etc.</td></tr> <tr><td>Schedule of utilization of amount</td><td> <ul style="list-style-type: none"> <li>• Not applicable since Rs.268.53 Crores is outstanding amount as on 30<sup>th</sup> September, 2019.</li> <li>• Subsequent to slump sale of steel business of the Company and scheduled liquidation, facilities of Rs. 4,035.99 Crores was repaid during half year ended 30<sup>th</sup> September, 2019.</li> </ul> </td></tr> </table>		Amount of facilities sanctioned in 2016 when pledge agreement was executed	Rs. 6,798 crore	Amount of facilities outstanding as on 31 <sup>st</sup> March, 2019	Rs.4,304.52 Crores	Amount of facilities outstanding as on 30 <sup>th</sup> September, 2019	Rs. 268.53 Crores	Purpose of Facilities	Capital expenditure; long term working capital; general corporate expenses; payment of capex creditors etc.	Schedule of utilization of amount	<ul style="list-style-type: none"> <li>• Not applicable since Rs.268.53 Crores is outstanding amount as on 30<sup>th</sup> September, 2019.</li> <li>• Subsequent to slump sale of steel business of the Company and scheduled liquidation, facilities of Rs. 4,035.99 Crores was repaid during half year ended 30<sup>th</sup> September, 2019.</li> </ul>		
Amount of facilities sanctioned in 2016 when pledge agreement was executed	Rs. 6,798 crore														
Amount of facilities outstanding as on 31 <sup>st</sup> March, 2019	Rs.4,304.52 Crores														
Amount of facilities outstanding as on 30 <sup>th</sup> September, 2019	Rs. 268.53 Crores														
Purpose of Facilities	Capital expenditure; long term working capital; general corporate expenses; payment of capex creditors etc.														
Schedule of utilization of amount	<ul style="list-style-type: none"> <li>• Not applicable since Rs.268.53 Crores is outstanding amount as on 30<sup>th</sup> September, 2019.</li> <li>• Subsequent to slump sale of steel business of the Company and scheduled liquidation, facilities of Rs. 4,035.99 Crores was repaid during half year ended 30<sup>th</sup> September, 2019.</li> </ul>														

<ul style="list-style-type: none"> <li>• Pledge of promoter shareholding continues.</li> <li>• Utilization of outstanding amount (as on 30/09/2019) is towards working capital requirement; capital expenditure, payment of capex creditors; general corporate expenses etc.</li> </ul>	<p>2019-20 : Rs 103.50 Crores  2020-21 : Rs 13.00 Crores  2021-22 : Rs 38.00 Crores  2022-23 : Rs 25.00 Crores  2023-24 : Rs 15.00 Crores  2024-25 : Rs 24.00 Crores  2025-26 : Rs 27.75 Crores</p>
	<p>Repayment schedule</p>



Signature of Authorised Signatory:

Date: 03-10-2019