

K. C. HOLDINGS PRIVATE LIMITED

11th October, 2019

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
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Sub: Disclosure pursuant to Regulation 31 (2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Creation of Pledge)

Dear Sir,

K. C. HOLDINGS PRIVATE LIMITED (Pledgor), has created a pledge of 9,00,000 Equity Shares of Kalpataru Power Transmission Limited, in favor of JM Financial Credit Solutions Limited (Pledgee) on 10th October, 2019.

Please find attached herewith the disclosures pursuant to Regulation 31(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in this regard.

We request you to take note of the same.

Thanking you,

Yours faithfully,

For K. C. HOLDINGS PRIVATE LIMITED



**AMIT SHAH
AUTHORISED SIGNATORY**

Encl: As above

Email Id: Corpgov.kppl@gmail.com

K. C. HOLDINGS PRIVATE LIMITED

CIN: U65990MH1981PTC024688

Regd. Office: 101, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400 055.

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)	KALAPTARU POWER TRANSMISSION LIMITED
Names of the Stock Exchanges where the shares of the target company are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)
Date of reporting	11th October, 2019
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	K.C.Holdings Private Limited

Details of the creation of encumbrance:

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
Kalpataru Constructions Pvt Ltd	23,350,000	15.09%	12,446,601	8.04%	-	-	-	-	-	-	-	12,446,601	8.04%
Kalpataru Properties Private Limited	13,646,196	8.82%	2,485,000	1.61%	-	-	-	-	-	-	-	2,485,000	1.61%
K C Holdings Pvt Ltd	21,142,600	13.67%	13,737,000	8.88%	Creation of Pledge of shares	10-Oct-19	Pledge	Creation of Pledge as security for Loan to third party	900,000	0.58%	JM Financial Credit Solutions Limited	14,637,000	9.46%
Mofatraj Pukharaj Munot	10,005,822	6.47%	-	-	-	-	-	-	-	-	-	-	-
Parag M. Munot	7,382,515	4.77%	6,535,000	4.22%	-	-	-	-	-	-	-	6,535,000	4.22%
Parag M. Munot jointly with Monica P. Munot	581,100	0.38%	-	-	-	-	-	-	-	-	-	-	-
Tara Kanga	1,854,130	1.20%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Viniyog LLP	1,320,000	0.85%	-	-	-	-	-	-	-	-	-	-	-
Sudha Rajesh Golecha	871,650	0.56%	-	-	-	-	-	-	-	-	-	-	-
Sunita Vijay Choraria	871,650	0.56%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Saachi Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Shubhika Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Shri. Mofatraj P. Munot as a Trustee of Aaryaveer Benefit Trust	777,000	0.50%	-	-	-	-	-	-	-	-	-	-	-
Kalpataru Holdings Pvt Ltd	333,000	0.22%	-	-	-	-	-	-	-	-	-	-	-
Imtiaz Kanga	100,000	0.06%	-	-	-	-	-	-	-	-	-	-	-

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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/ot hers)	Reasons for encumbrance**	Number	% of share capital	Name of the entity in whose favor shares encumbered***	Number	% of total share capital
Yasmin Imtiaz Kanga	300,000	0.19%	-	-	-	-	-	-	-	-	-	-	-
Chandra Amar Munot	10,000	0.01%	-	-	-	-	-	-	-	-	-	-	-
Jash Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Khushali Rajesh Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Rajesh Bhagchand Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Umang Golechha	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
Vijay K Choraria	7,000	0.00%	-	-	-	-	-	-	-	-	-	-	-
TOTAL	8,41,34,663	54.38%	35,203,601	22.75%					900,000	0.58%		36,103,601	23.34%

FOR K. C. HOLDINGS PRIVATE LIMITED


AMIT SHAH
AUTHORISED SIGNATORY

Place: Mumbai

Date: 11th October, 2019

*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.

Figures in bracket or with minus ('-') sign indicates release/reduction

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	KALAPTARU POWER TRANSMISSION LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)
Name of the promoter(s) / PACs whose shares have been encumbered	1. Kalpataru Constructions Private Ltd 2. Kalpataru Properties Private Limited 3. K C Holdings Private Limited 4. Parag M. Munot
Total promoter shareholding in the listed company	No. of shares – 8,41,34,663 % of total share capital - 54.38 %
Encumbered shares as a % of promoter shareholding	41.84%
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 (22.75%)

Details of all the existing events/ agreements pertaining to encumbrance

Particulars		Encumbrance 1 (Date of creation of encumbrance: _____) Date of Agreement: 22/08/2019	Encumbrance 2 (Date of creation of encumbrance: _____) Date of Agreement: 04/10/2017
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	Pledge
No. and % of shares encumbered		No. of shares: 51,00,000 (initial Disclosure) Creation of Pledge: 9,00,000 (10-Oct-2019) Total Encumbrance : 60,00,000 % of total share capital: ~3.30%	No. of shares: 86,37,000 % of total share capital: ~5.58%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	JM FINANCIAL CREDIT SOLUTIONS LIMITED	ADITYA BIRLA FINANCE 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) – 1 2 Other entities (if any) – 1) K C Holdings Private Limited 2) JM FINANCIAL CREDIT SOLUTIONS LIMITED 3) Kalpataru Land Private Limited	Listed company and its group companies (if any) – 1 2 Other entities (if any) – 1) K C Holdings Private Limited 2) ADITYA BIRLA FINANCE LIMITED 3) Ananta Landmarks Private Limited
	Security Provider----> Lender----> Borrower---->		
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

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Security Cover / Asset Cover	Value of shares on the date of event / agreement (A) <i>(Pl refer note 1)</i>	value on 04-Oct-19 (refer note 1) 2,37,63,45,000 value on 10-Oct-19 (refer note 1) 40,71,60,000 Total Value 2,78,35,05,000	3,220,305,450.00
	Amount involved (against which shares have been encumbered) (B)	1,170,000,000.00	1,920,000,000
	Ratio of A / B	(Total Facility Rs. 130 crores) 2.37	(Total Facility Rs. 200 crores) 1.68
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)	General Corporate Purpose of Borrower	General Corporate Purpose of Borrower

Note 1: Market Value of 51,00,000 Equity Shares is Rs. 2763.45 lakhs is arrived at closing price of equity shares on date of execution of Agreement as mentioned in our previous disclosure dated 04-Oct-2019 and Market Value of 9,00,000 Equity Shares is Rs. 4071.6 lakhs is arrived at by taking in to account Closing Price of Shares of Rs.452.40 on NSE as on 10-Oct-2019.

For K C Holdings Private Limited


Amit Shah
Authorised Signatory

Place: Mumbai
Date: 11th October, 2019