

Vardhan Limited

(CIN : U14293WB1947PLC015833)

Registered Office :

"KCI PLAZA" 7th Floor
23C, Ashutosh Chowdhury Avenue
Kolkata - 700019
Phone : 2454 3063 / 3064 / 3065
Email : vardhan@kirtivardhan.com

2nd June, 2021

The Manager – Listing
The National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E)
Mumbai – 400 051

BSE Limited
Corporate Relationship
Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

Kanoria Chemicals & Industries Limited
"KCI Plaza", 6th Floor,
23C, Ashutosh Choudhary Avenue,
Kolkata – 700 019

Re: **Kanoria Chemicals & Industries Limited (NSE: KANORICHEM) (BSE Code: 506525)**

Sub: **Disclosure of encumbrance/pledge of Shares - SEBI (SAST) Regulations, 2011**

Dear Sirs,

Pursuant to Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the required information, in respect of pledge of 96,12,534 equity Shares of Kanoria Chemicals & Industries Limited, representing 22.00 % of its paid up share capital, by the Company are enclosed, in the prescribed formats.

This is for your information and records.

Thanking you,

Yours faithfully,
For Vardhan Limited



Director

Encl: As above



ANNEXURE – I

Format for 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):	Kanoria Chemicals & Industries Limited
Names of the stock exchanges where the shares of the target company are listed:	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)
Date of reporting:	2 nd June, 2021
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoke:	Vardhan 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
Vardhan Limited	26190872	59.94%	---	---	Creation	31 st May, 2021	Pledge	Third party pledge	9612534	22.00%	Export Import Bank of India	9612534	22.00%
R.V. Investment & Dealers Limited	3210120	7.35%	---	---	---	---	---	---	---	---	---	---	---
Kirtivardhan Finvest Services Limited	1154907	2.64%	---	---	---	---	---	---	---	---	---	---	---
Sheela Devi Kanoria	12144	0.03%	---	---	---	---	---	---	---	---	---	---	---
Rajya Vardhan Kanoria	461481	1.06%	---	---	---	---	---	---	---	---	---	---	---



Madhuvanti Kanoria	498321	1.14%	---	---	---	---	---	---	---	---	---	---	---
Saumya Vardhan Kanoria	556440	1.27%	---	---	---	---	---	---	---	---	---	---	---
Anand Vardhan Kanoria	434739	0.99%	---	---	---	---	---	---	---	---	---	---	---

For VARDHAN LIMITED

[Handwritten Signature]

Authorised Signatory/Director

Place: Kolkata

Date: 2nd June, 2021

* 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	Kanoria Chemicals & Industries Limited (KCIL)
Name of the recognised stock exchanges where the shares of the company are listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)
Name of the promoter(s) / PACs whose shares have been encumbered	Vardhan Limited
Total promoter shareholding in the listed company	No. of shares – 3,25,19,024 % of total share capital – 74.43
Encumbered shares as a % of promoter shareholding	30 %
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: 31.05.2021)	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: 96,12,534 % of total share capital: 22%	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Export Import Bank of India (Exim Bank)	
	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	
	Names of all other entities in the agreement	Listed company and its group companies (if any) 1. Kanoria Chemicals & Industries Limited Other entities (if any) – 1.	
	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	



		<p>3. Whether the debt instrument is listed on stock exchanges?</p> <p>4. Credit Rating of the debt instrument</p> <p>5. ISIN of the instrument</p>	
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs. 128.57 Crore	
	Amount involved (against which shares have been encumbered) (B)	Rs. 126.67 Crore + Interest and other charges thereon	
	Ratio of A / B	101.50	
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	<p>Additional security towards restructuring of loans granted by Exim Bank to Kanoria Africa Textiles Plc, a step down subsidiary of the Company.</p>	

For VARDHAN LIMITED


 Authorised Signatory/Director

Place: **Kolkata**
 Date: **02.06.2021**