

NEXTWAVE COMMUNICATIONS PRIVATE LIMITED

(Formerly MN Enterprises Private Limited & Digivision Wireless Private Limited)

Regd. Office: Office Number 204, SL Tower, Alpha 1, Greater Noida, Gautam Buddha Nagar – 201 310

Corp. Office: Plot No. 38, Institutional Area, Sector-32, Gurgaon-122001, Haryana, India

CIN No. U64202UP2008PTC087732 || Ph: 91-124-4310000, Fax: 91-124-4278118

March 07, 2022

The BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 E-mail: corp.relations@bseindia.com Security Code No.: 500183	The National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, C - 1, Block G Bandra - Kurla Complex, Bandra (E), Mumbai - 400051 E-mail: takeover@nse.co.in Security Code No.: HFCL
CC: HFCL Limited CIN: L64200HP1987PLC007466 Regd. Off. 8, Electronics Complex Chambaghat, Solan - 173213 Himachal Pradesh	

Re: Disclosures for encumbrance of shares under Regulation 31(1) read with Regulation 28(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Subject: - Non-Disposal Undertaking (NDU) of Equity Shares of HFCL Limited.

Dear Sir(s)/Madam,

With reference to the captioned subject, we, Nextwave Communications Private Limited, a promoter entity of HFCL Limited ("HFCL"), hereby inform regarding the details of creation of a **Non-Disposal Undertaking ("NDU")** and relevant disclosure in the prescribed formats enclosed herewith for NDU of 11,97,30,150 (8.70%) equity shares of HFCL, held by us.

You are requested to take the above information on records and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,

For **Nextwave Communications Private Limited**


(Anil Kumar Jain)
Director
DIN: 00548276

Encl.: A/a.

**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 the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC) HFCL Limited [CIN: L64200HP1987PLC007466] (HFCL)

Names of the Stock Exchanges where the shares of the Target Company are listed
1. The BSE Ltd.
2. The National Stock Exchange of India Ltd.

Date of Reporting March 07, 2022

Name of the Promoter or PAC on whose shares encumbrance has been created /~~released/invoked~~ Nextwave Communications Private Limited [CIN: U64202UP2008PTC087732]

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)]}				
	No. of shares	% of total share capital	No. of shares	% 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*	No. of shares	% of total share capital	Name of the entity in whose favor shares are encumbered****	No. of shares	% of Total share capital
Nextwave Communications Private Limited	21,98,65,000	15.97	Nil	0.00	Creation	March 04, 2022	Non-Disposal Undertaking (NDU)	As per terms and conditions of various Facilities availed by HFCL.	11,97,30,150 #	8.70	State Bank of India (SBI).	11,97,30,150 #	8.70

11,97,30,150 (8.70%) equity shares are encumbered by way of NDU in favour of State Bank of India (SBI), acting for and on behalf of (i) Consortium of Working Capital Lenders [comprising of State Bank of India (SBI), Punjab National Bank (including erstwhile Oriental Bank of Commerce & United Bank of India) (PNB), Union Bank of India (UBI), Bank of Baroda (BOB), IDBI Bank Limited, ICICI Bank Limited (ICICI) and Indian Bank]; (ii) Project Specific Lenders-GOFNMS (Yes Bank Limited, UBI and ICICI); (iii) IP-MPLS Lenders (i.e. BOB and SBI); and (iv) Covid Facility Lenders (i.e. SBI, PNB, UBI and BOB), in terms of the existing credit facilities sanctioned to HFCL, from time to time.

For Nextwave Communications Private Limited

Signature of the Director

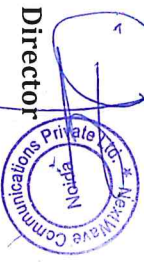

Place: New Delhi
Date: March 07, 2022

*The names of all the residual promoters, their shareholding in the target company and their pledged shareholding as on the reporting date appears in the annexed 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.

Details of Residual Promoters, their shareholding in the Target Company and their pledged shareholding as on the Reporting Date

S. No.	Name of the Promoter	Details of Shares Held		Pledged/ Encumbered Shares	%age of paid up share capital
		Number of Shares held	%age of paid up share capital		
1	Anant Nahata	26,45,000	0.19	-	0.00
2	Mahendra Nahata	8,35,091	0.06	-	0.00
3	MN Ventures Private Limited	29,33,65,000	21.31	12,15,78,900	8.83
4	Fitcore Tech-Solutions Pvt. Ltd.	2,24,00,000	1.63	-	0.00
5	Vinsan Brothers (P) Ltd.	6,71,600	0.05	-	0.00
6	Shanker Sales Promotion (P) Ltd.	3,00,201	0.02	-	0.00
	TOTAL	32,02,16,892	23.26	12,15,78,900	8.83

For Nextwave Communications Private Limited



Director

* Encumbered by way of Non Disposal Undertaking