## <del>release of encumbrance,</del> in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/

|                         |           |                      |         |                           |  | rith)                         | (Promoter (s) or PACs wise details provided in Annexure-2 attached herewith) | Annexure-2       | rovided in  | wise details p   | ) or PACs                      | (Promoter (s   |   |
|-------------------------|-----------|----------------------|---------|---------------------------|--|-------------------------------|--|------------------|-------------|------------------|--------------------------------|----------------|---|
|                         |           | Trustee Company Ltd. |         |                           |  |                               |  |                  |             |                  |                                |                | Annexure-2  |
| 9307                    | 294930766 | SBICAP               | 46.13   | 294930766                 | Pledge                                       | -                             | Creation   | 0                | 0           | 46.13            | 46.13                          | 294930766      | Please refer  |
|                         |           | encumbered           |         |                           | /others)                                     |                               |  |                  |             |                  |                                | -              |   |
|                         |           | shares               |         |                           | undertaking                                  | encumbrance                   | /invocation)   |                  |             | ( )              |                                |                |   |
|                         |           | favor                | capital |                           | non disposal                                 | release of                    | / release  | capital          |             | canital (*)      | capital                        |                |   |
|                         |           | in whose             | share   |                           | (pledge/ lien/                               | invocation                    | (creation  | share            |             | share            | share                          |                |   |
| S                       | shares    | the entity           | total   | shares                    | encumbrance                                  | creation/                     | event  | total            | shares      | diluted          | total                          | shares         |   |
| of                      | No. of    | Name of              | % of    | No. of                    | Type of                                      | Date of                       | Type of  | % of             | No. of      | % w.r.t          | % of                           | No. of         |   |
| invocation $[(2)(3)]$   | HIVO      |                      |         |                           |  |                               |  |                  |             |                  |                                |                |   |
| release [(2)-(3)]-/     | rek       |                      |         |                           |  |                               |  | (2)              |             |                  |                                |                | mm(,,)  |
| [creation $[(2)+(3)]$ . | [cre      |                      |         |                           |  |                               |  | encumbered       | encun       |                  | Ξ                              |                | PACs with   |
| encumbered shares       | encu      |                      |         |                           | (3)  |                               |  | aiready          | aire        |                  | company                        |                | Promoter (s) or   |
| Post event holding of   | Post      |                      | rance   | pertaining to encumbrance | Details of events pertaini                   | Details                       |  | Promoter holding | Promote     | the target       | Promoter holding in the target | Promoter       | Name of the   |
|                         |           |                      |         |                           |  |                               |  |                  |             |                  | rance:                         | ion of encumb  | Details of the creation of encumbrance:   |
|                         |           |                      |         |                           | nexure 1                                     | As per Annexure 1             | ased/invoked   | created/rele     | ce has been | es encumbrano    | whose share                    | er or PAC on v | Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked |
|                         |           |                      |         |                           |  |                               |  |                  |             |                  |                                |                |   |
|                         |           |                      |         |                           | 2015   | February 23, 2015             |  |                  |             |                  |                                |                | Date of reporting   |
|                         |           |                      |         |                           | imited                                       | <ol><li>BSE Limited</li></ol> |  |                  |             |                  |                                |                |   |
|                         |           |                      | Limited | hange of India            | The National Stock Exchange of India Limited | 1. The Na                     |  | are listed       | et company  | res of the targe | ere the shar                   | Exchanges wh   | Names of the Stock Exchanges where the shares of the target company are listed            |
|                         |           |                      |         | imited                    | Bajaj Hindusthan Sugar Limited               | Bajaj Hind                    |  |                  |             |                  |                                | company (TC)   | Name of the Target company (TC)   |
|                         |           |                      |         |                           |  |                               |  |                  |             |                  |                                |                |   |

For and on Behalf of Promoter Group of Bajaj Hindusthan Sugar Limited

(Formerly Bajaj Hindusthan Limited)

Kushagra hayo Kushagra Bajdj Promoter

Place: Mumbai Date: February 23, 2015

reporting on the date of event or not. (\*\*) 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

shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC (\*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement. Diluted share/voting capital means the total number of

## ANNEXURE 1

| 2.                                     |  | 19. 1                                | 18. (                                | 17. 9                    | 16. I               | 15. /                           | 14. I                   | 13. \$   | 12. \$  |               | 11. \$  | 10. §  | 9. [6]   | 00   | 7. 1                             | 6. \$  | 5. \$   | 4. 1          | created/ <del>released/invoked</del> 3. N | shares encumbrance has been 2. It | Name of the promoter or PAC on whose 1. S |
|--|--|--------------------------------------|--------------------------------------|--------------------------|---------------------|---------------------------------|-------------------------|--|---|---------------|---|--|--|--|----------------------------------|--|---|---------------|---|-----------------------------------|---|
| najaj romer ventimes ritivate militied | Bajaj Infrastructure Development Company Ltd.  Rajaj Power Ventures Private I imited | Bajaj International Realty Pvt. Ltd. | Global World Power Project Pvt. Ltd. | SKB Roop Commercial LLP. | KNB Enterprises LLP | A N Bajaj Enterprises Pvt. Ltd. | Bajaj Resources Limited | 13. Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees Education Welfare Fund) | Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Managerial Staff Medical Aid Fund) | Welfare Fund) | Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees Sports & Cultural Activities | 10. Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees Family Planning Welfare Fund) | Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees General Medical Aid Fund) | Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (as Trustees of Shishir Bajaj family Trust) | Bajaj Capital Ventures Pvt. Ltd. | Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (as Trustees of Kushagra Trust no. 2) | Shishir Bajaj (as Karta of Shishir Bajaj HUF) | Apoorva Bajaj | Minakshi Bajaj                            | Kushagra Bajaj                    | Shishirkumar Bajaj                        |

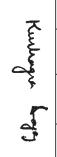
Kuehogra Lyoz

## **ANNEXURE 2**

|   |                                     | 1  |  |                             |                             |                                       | 1                           |  |   |
|---|-------------------------------------|--|--|-----------------------------|-----------------------------|---------------------------------------|-----------------------------|--|---|
| 8. Sh<br>Tra  | 7. B.                               | 6.<br>E # & S  | 5. SI<br>SI                                      | 4. A                        | 3.<br>M                     | 2. K                                  | 1. St                       |  | Name of the Promoter (s) or PACs with him (**)  |
| Shishir Bajaj, Minakshi I<br>& Kushagra Bajaj (as<br>Trustees of Shishir Bajaj<br>family trust)     | Bajaj Capital Ventures Pvt.<br>Ltd. | Shishir Bajaj, Minakshi Ba<br>& Kushagra Bajaj (as<br>trustees of Kushagra Trust<br>no. 2)   | Shishir Bajaj (as Karta of<br>Shishir Bajaj HUF) | Apoorva Bajaj               | Minakshi Bajaj              | Kushagra Bajaj                        | Shishirkumar Bajaj          |  | of the ter (s) c  |
| ajaj, N<br>gra Baj<br>of Shis<br>ast)   | ıpital √                            | Bajaj, lagra Bagra | Зајај (<br>Зајај Н                               | ı Bajaj                     | i Bajaj                     | a Bajaj                               | umar E                      |  | or PAC  |
| finaksh<br>jaj (as<br>hir Baj   | enture                              | Minaks<br>ijaj (as<br>hagra  | as Kar<br>IUF)                                   |                             |                             |                                       | हें<br>ह्यां<br>हिंदी       |  | s with  |
| Shishir Bajaj, Minakshi Bajaj<br>& Kushagra Bajaj (as<br>Trustees of Shishir Bajaj<br>family trust) | s Pvt.                              | Shishir Bajaj, Minakshi Bajaj<br>& Kushagra Bajaj (as<br>trustees of Kushagra Trust<br>no. 2)  | ta of  |                             |                             |                                       |                             |  |   |
|   |                                     | .ی   | <br>   |                             | 4                           | 12                                    |                             | No. of shares  | Pro   |
| 64948632  | 2247142                             | 60623  | 3874654  | 231751                      | 4254556                     | 12897036                              | 8396341                     | res  | moter J   |
|   |                                     |  |  |                             |                             |                                       |                             | % of total share capital   | holding in<br>company<br>(1)  |
| 10.16   | 0.35                                | 0.01   | 0.61   | 0.04                        | 0.67                        | 2.02                                  | 1.31                        |  | Promoter holding in the target company (1)  |
| 10.16   | 0.35                                | 0.01   | 0.61   | 0.04                        | 0.67                        | 2.02                                  | 1.31                        | v.r.t lited lited re lital   |   |
| 0   | 0                                   | 0  | 0  | 0                           | 0                           | 0                                     | 0                           | No. of shares  | Promoter holding<br>already<br>encumbered (2)   |
| 0   | 0                                   | 0  | 0  | 0                           | 0                           | . 0                                   | 0                           | % of total share capital   | Promoter holding<br>already<br>encumbered (2)   |
|   |                                     |  |  | 0                           | 0                           |                                       |                             |  | ng 2)   |
| Creation  | Creation                            | Creation   | Creation   | Creation                    | Creation                    | Creation                              | Creation                    | Type of event (creation / release /invocation )                      |   |
|   |                                     |  |  |                             | 20.                         |                                       |                             |  |   |
| 18.02.2015  | 20.02.2015                          | 18.02.2015   | 20.02.2015                                       | 18.02.2015                  | 20.02.2015                  | 18.02.2015                            | 20.02.2015                  | Date of creation/ invocation release of encumbran ee                 | Det   |
|   |                                     |  |  | <u> </u>                    |                             |                                       |                             | Typ<br>enc<br>(ple<br>non<br>md                                      | Details of e  |
| Pledge  | Pledge                              | Pledge   | Pledge   | Pledge                      | Pledge                      | Pledge                                | Pledge                      | Type of encumbrance (pledge/ lien/ non-disposal undertaking /others) | ents p  |
|   |                                     |  |  |                             |                             |                                       |                             |  | ertainii<br>(3)   |
| 64948632  | 2247142                             | 60623  | 3874654  | 231751                      | 4254556                     | 12897036                              | 8396341                     | No. of shares  | events pertaining to encumbrance (3)  |
|   | 75                                  | 3  | 4  |                             | 6                           | 6                                     | =                           | % of total share capita  | cumbra  |
| 10.16   | 0.35                                | 0.01   | 0.61   | 0.04                        | 0.67                        | 2.02                                  | 1.31                        | % of<br>total<br>share<br>capital                                    | nce   |
| SBICAP<br>Trustee<br>Compan   | SBICAP<br>Trustee<br>Company        | SBICAP<br>Trustee<br>Compan  | SBICAP<br>Trustee<br>Compan                      | SBICAP<br>Trustee<br>Compan | SBICAP<br>Trustee<br>Compan | SBICAP<br>Trustee<br>Compan           | SBICAP<br>Trustee<br>Compan | Name of<br>the entity<br>in whose<br>favor shares<br>encumbered      |   |
| SBICAP<br>Trustee<br>Company Ltd.   | SBICAP Trustee Company Ltd.         | SBICAP Trustee Company Ltd.  | SBICAP Trustee Company Ltd.                      | SBICAP Trustee Company Ltd. | SBICAP Trustee Company Ltd. | SBICAP Trustee Company Ltd.           | SBICAP Trustee Company Ltd. | of tity se shares shered   |   |
|   | <del></del>                         | <u>-</u>   | <br>   |                             | -<br>-                      |                                       |                             | S Z  |   |
| 64948632  | 2247142                             | 60623  | 3874654  | 231751                      | 4254556                     | 12897036                              | 8396341                     | No. of shares  | Post evenuencer [creat releatinvees   |
| 532   | 142                                 | , 523  | 554  | 751                         | 556                         | )36                                   | 341                         | 5 st %   | Post event holding of encumbered shares [creation [(2)+(3)]/release [(2) (3)]/invocation [(2) (3)]  |
|   |                                     |  |  |                             |                             | , , , , , , , , , , , , , , , , , , , | _                           | % of Total<br>share<br>capital                                       | Post event holding of encumbered shares [creation [(2)+(3)]/release [(2) (3)]/invocation [(2) (3)]] |
| 10.16   | 0.35                                | 0.01   | 0.61   | 0.04                        | 0.67                        | 2.02                                  | 1.31                        | <br>   |   |



| 15. A N Bajaj Enterprises Pvt. 14 Ltd. | 14. Bajaj Resources Limited 8 | 13. Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees Education Welfare Fund) | ees  <br>ited               | 11. Shishirkumar Bajaj & Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees Sports & Cultural Activities Welfare Fund) | 10. Shishirkumar Bajaj & I<br>Kushagra Bajaj (as Trustees<br>of Bajaj Hindusthan Limited<br>Employees Family Planning<br>Welfare Fund) | 9. Shishirkumar Bajaj & 2 Kushagra Bajaj (as Trustees of Bajaj Hindusthan Limited Employees General Medical Aid Fund) | No<br>she  | Name of the Promoter (s) or PACs with him (**)   |
|--|-------------------------------|--|-----------------------------|---|--|---|--|--|
| 18307954                               | 81944455                      | 1609298  | 1739100                     | 1743600   | 1753100  | 2078120   | No. of shares  | Fromoter nolding in the target company (1)   |
| 2.86                                   | 12.82                         | 0.25   | 0.27                        | 0.27  | 0.27   | 0.33  | % of total share capital   | company (1)  |
| 2.86                                   | 12.82                         | 0.25   | 0.27                        | 0.27  | 0.27   | 0.33  | % w.r.t diluted share capital (*)                                    |  |
| 0                                      | 0                             | 0  | 0                           | 0   | 0  | 0   | No. of<br>shares   | already encumbered (2)   |
| 0                                      | 0                             | 0  | 0                           | 0   | 0  | 0   | % of total share capital   | holding<br>idy<br>bered<br>)   |
| Creation                               | Creation                      | Creation   | Creation                    | Creation  | Creation   | Creation  | Type of event (creation / release //invocation)                      |  |
| 20.02.2015                             | 18.02.2015                    | 20.02.2015   | 20.02.2015                  | 20.02.2015  | 20.02.2015   | 20.02.2015  | Date of creation/invocation release of encumbran ee                  | Details of   |
| Pledge                                 | Pledge                        | Pledge   | Pledge                      | Pledge  | Pledge   | Pledge  | Type of encumbrance (pledge/ lien/ non disposal undertaking /others) | oi events pertain (3)  |
| 18307954                               | 81944455                      | 1609298  | 1739100                     | 1743600   | 1753100  | 2078120   | No. of<br>shares   | events pertaining to encumbrance (3)   |
| 2.86                                   | 12.82                         | 0.25   | 0.27                        | 0.27  | 0.27   | 0.33  | % of total share capital   | brance   |
| SBICAP Trustee Company Ltd.            | SBICAP Trustee Company Ltd.   | SBICAP Trustee Company Ltd.  | SBICAP Trustee Company Ltd. | SBICAP Trustee Company Ltd.   | SBICAP Trustee Company Ltd.  | SBICAP Trustee Company Ltd.   | Name of<br>the entity<br>in whose<br>favor shares<br>encumbered      |  |
| 18307954                               | 81944455                      | 1609298  | 1739100                     | 1743600   | 1753100  | 2078120   | No. of<br>shares   | Fost event notating or encumbered shares [creation [(2)+(3)]/release [(2)+(3)]/invocation [(2)+(3)]] |
| 2.86                                   | 12.82                         | 0.25   | 0.27                        | 0.27  | 0.27   | 0.33  | % of Total share capital   | nolding of<br>ed shares<br>(2)+(3)] /<br>2)-(3)]-/<br>{(2)-(3)]]                                     |



| 46.13                   | 294930766             |   | 46.13   | 294930766       |   |            | •          | 0                | 0      | 46.13      | 46.13     | 294930766                      | Total                          |
|-------------------------|-----------------------|---|---------|-----------------|---|------------|------------|------------------|--------|------------|-----------|--------------------------------|--------------------------------|
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            |           |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            |                  |        |            |           |                                | Ltd.                           |
| 0.00                    | 110                   | SBICAP                                  | 0.00    | 110             | Pledge                                      | 20.02.2015 | Creation   | 0                | 0      | 0.00       | 0.00      | 110                            | 21. Bajaj Power Ventures Pvt.  |
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            |           |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            | •                |        |            |           |                                | Development Company Ltd.       |
| 3.12                    | 19955469              | SBICAP                                  | 3.12    | 19955469        | Pledge                                      | 19.02.2015 | Creation   | 0                | 0      | 3.12       | 3.12      | 19955469                       | 20. Bajaj Infrastructure       |
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            |           |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            |                  |        |            |           |                                | Pvt. Ltd.                      |
| 4.34                    | 27777484              | SBICAP                                  | 4.34    | 27777484        | Pledge                                      | 20.02.2015 | Creation   | 0                | 0      | 4.34       | 4.34      | 27777484                       | 19. Bajaj International Realty |
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            |           |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            |                  |        |            |           |                                | Pvt. Ltd.                      |
| 6.43                    | 41111121              | SBICAP                                  | 6.43    | 41111121        | Pledge                                      | 18.02.2015 | Creation   | 0                | 0      | 6.43       | 6.43      | 41111121                       | 18. Global World Power Project |
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            |           |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            |                  |        |            |           |                                |                                |
| 0.00                    | 110                   | SBICAP                                  | 0.00    | 110             | Pledge                                      | 18.02.2015 | Creation   | 0                | 0      | 0.00       | 0.00      | 110                            | 17. SKB Roop Commercial LLP.   |
|                         |                       | Company Ltd.                            |         |                 |   |            |            |                  |        |            | •         |                                |                                |
|                         |                       | Trustee                                 |         |                 |   |            |            |                  |        |            |           |                                |                                |
| 0.00                    | 110                   | SBICAP                                  | 0.00    | 110             | Pledge                                      | 18.02.2015 | Creation   | 0                | 0      | 0.00       | 0.00      | 110                            | 16. KNB Enterprises LLP        |
|                         |                       |   |         |                 | /others)                                    | 8          | #)         |                  |        |            |           |                                |                                |
|                         |                       | encumbered                              |         |                 | undertaking                                 | encumbran  | /invocatio |                  |        | (*)        |           |                                |                                |
| Capitan                 |                       | favor shares                            | capital |                 | non disposal                                | release of | / release  | capital          |        | Canital    | capital   |                                |                                |
| Control of              |                       | in whose                                | share   |                 | (pledge/ lien/                              | invocation | creation   | share            |        | dhous      | share     |                                |                                |
| share                   | shares                | the entity                              | total   | shares          | encumbrance                                 | creation/  | event      | total            | shares | diluted    | total     | shares                         |                                |
| % of Total              | No. of                | Name of                                 | % of    | No. of          | Type of                                     | Date of    | Type of    | % of             | No. of | %w.r.t     | % of      | No. of                         | Table 9                        |
| $\frac{\{(2),(3)\}}{[}$ | invocation [(2) (3)]] |   |         |                 |   |            |            |                  |        |            |           | _                              |                                |
| <del>(2) (3)</del>      | release [(2)-(3)]-/   |   |         |                 |   |            |            | (2)              |        |            |           |                                |                                |
| (2)+(3)]/               | [creation [(2)+(3)] / |   |         |                 |   |            | •          | encumbered       | encu   |            | (I)       | _                              | him (**)                       |
| ed shares               | encumbered shares     |   |         | (3)             |   |            |            | already          | al     |            | company   | 0                              | Fromoter (s) or PACs with      |
| holding of              | Post event holding of |   | nbrance | aining to encur | Details of events pertaining to encumbrance | Detail     |            | Promoter holding | Promot | the target | olding in | Promoter holding in the target | Name of the                    |
|                         |                       | *************************************** |         |                 |   |            |            |                  |        |            |           |                                |                                |

