

MANAV INVESTMENT & TRADING COMPANY LIMITED

Date: 30.04.2021

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

BSE Limited
First Floor, New Trading Wing
Rotunda Building, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700001

Dear Sirs/Madam,

Sub: Disclosure in terms of Regulation 31 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find enclosed hereto declaration in Annexure- I in compliance of Regulation 31(1) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 with respect to creation of pledge dated 27.04.2021 and 28.04.2021 on shares of Kesoram Industries Limited held by the Company.

Further pursuant to SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019, we are enclosing herewith disclosure of reasons for encumbrance by the Promoter and Promoter group in respect of Shares of Kesoram Industries Limited held by the Company in Annexure - II.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,
For **Manav Investment And Trading Company Limited**



Constituted Attorney

CC: **Kesoram Industries Limited**
9/1, R.N. Mukherjee Road
Kolkata-700001

Encl: As above



Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrances/ 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)		KESORAM INDUSTRIES LIMITED									
Names of the Stock Exchanges where the shares of the target company are listed		NATIONAL STOCK EXCHANGE OF INDIA LIMITED BSE LIMITED THE CALCUTTA STOCK EXCHANGE LIMITED									
Date of reporting		30.04.2021									
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		MANAV INVESTMENT AND TRADING COMPANY LIMITED									
Details of the creation/release of encumbrance:											
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Signature : For Manav Investment And Trading Company Limited

Constituted Attorney

Place : Kolkata
Date : 30.04.2021

(*) 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

Name of listed company	KESORAM INDUSTRIES 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) THE CALCUTTA STOCK EXCHANGE LIMITED (CSE)
Name of the promoter(s) / PACs whose shares have been encumbered	MANAV INVESTMENT AND TRADING COMPANY LIMITED
Total promoter shareholding in the listed company	No. of Shares - 3,39,66,691 % of Total Share Capital - 20.61%
Encumbered shares as a % of promoter shareholding	87.26%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	NO

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 27.04.2021)
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: 43,19,125 % of total share capital: 2.62%
Specific details about the encumbrance	
Name of the entity in whose favour shares encumbered (X)	Anjana Projects Private 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.	No - NBFC.
Names of all other entities in the agreement	Listed company and its group companies (if any) – Nil (if any) – Euston Industries Limited and Anjana Projects Private Limited Other entities
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

Security Cover / Asset Cover

Value of shares on the date of event / agreement (A)	31,40,00,388.00
Amount involved (against which shares have been encumbered) (B) (in INR)	1,60,00,00,000.00
Ratio of A / B	19.63:100

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)	Repayment of existing loan of Manav Investment And Trading Company Limited (MITCL), Inter Corporate Deposit to Kesoram Industries Limited and for general corporate purposes of MITCL.
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For Manav Investment And Trading Company Limited


Constituted Attorney
Place: Kolkata
Date: 30.04.2021



Formal for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrances/ 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)		KESORAM INDUSTRIES LIMITED												
Names of the Stock Exchanges where the shares of the target company are listed		NATIONAL STOCK EXCHANGE OF INDIA LIMITED BSE LIMITED THE CALCUTTA STOCK EXCHANGE LIMITED												
Date of reporting		30.04.2021												
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		MANAV INVESTMENT AND TRADING COMPANY LIMITED												
Details of the creation/release of encumbrance														
Details of events pertaining to encumbrance (3)														
Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)	No. of Shares	% of total share capital	Promoter holding already encumbered (2)	% of total share capital	Type of event (creation/ release- investment)	Date of creation/ release- investment of encumbrance	Type of encumbrance (pledge/other non-disposal/undertaking/ others)	Reason for Encumbrance**	No. of Shares	% of total share capital	Name of the entity in whose favor shares encumbered***	No. of Shares	% of total share capital
Manav Investment And Trading Company Limited	3,39,66,691	20.61%		2,96,40,554	17.98%	Creation	28-04-2021	Pledge	Collateral for Term Loan taken by Manav Investment And Trading Company Limited	43,19,125	2.62%	Ajanta Projects Private Limited	3,39,59,679	20.61%
Late Basant Kumar Birla	4,02,496	0.24%		-	0.00%				NA				-	0.00%
Smt. Rajshree Birla	3,250	0.00%		-	0.00%				NA				-	0.00%
Smt. Kumar Mangalam Birla	300	0.00%		-	0.00%				NA				-	0.00%
Smt. Vasudata Bajaj	3,750	0.00%		-	0.00%				NA				-	0.00%
Smt. Jayashree Moha	-	0.00%		-	0.00%				NA				-	0.00%
Smt. Manojshree Khaitan	7,20,158	0.44%		7,20,158	0.44%				NA				7,20,158	0.44%
Smt. Vidula Jalan	1,15,377	0.07%		-	0.00%				NA				-	0.00%
Aditya Marketing & Manufacturing Private Limited	24,49,111	1.49%		-	0.00%				NA				-	0.00%
B K Birla Foundation Limited	-	0.00%		-	0.00%				NA				-	0.00%
Birla Education Trust	9,54,171	0.58%		-	0.00%				NA				-	0.00%
Prakash Educational Society	9,10,922	0.55%		-	0.00%				NA				-	0.00%
Birla Educational Institution	3,62,643	0.22%		-	0.00%				NA				-	0.00%
Birla Institute of Technology & Science	15,15,806	0.92%		-	0.00%				NA				-	0.00%
Century Textiles & Industries Limited	51,16,800	3.10%		-	0.00%				NA				-	0.00%
Plant Investment And Industries Corporation Limited	2,73,38,750	16.59%		-	0.00%				NA				-	0.00%
Pednavail Investment Private Limited	18,99,115	1.15%		-	0.00%				NA				-	0.00%

Signature : For Manav Investment And Trading Company Limited

Constituted Attorney

Place : Kolkata
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(**) For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, act.
(***) 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

Name of listed company	KESORAM INDUSTRIES 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) THE CALCUTTA STOCK EXCHANGE LIMITED (CSE)
Name of the promoter(s) / PACs whose shares have been encumbered	MANAV INVESTMENT AND TRADING COMPANY LIMITED
Total promoter shareholding in the listed company	No. of Shares - 3,39,66,691 % of Total Share Capital - 20.61%
Encumbered shares as a % of promoter shareholding	87.26%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	NO

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 28.04.2021)
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: 43,19,125 % of total share capital: 2.62%
Specific details about the encumbrance	
Name of the entity in whose favour shares encumbered (X)	Anjana Projects Private 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.	No - NBFC.
Names of all other entities in the agreement	Listed company and its group companies (if any) – Nil (if any) – Euston Industries Limited and Anjana Projects Private Limited
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

Security Cover / Asset Cover

Value of shares on the date of event / agreement (A)	32,47,98,200.00
Amount involved (against which shares have been encumbered) (B) (in INR)	1,60,00,00,000.00
Ratio of A / B	20.30:100

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)	Repayment of existing loan of Manav Investment And Trading Company Limited (MITCL), Inter Corporate Deposit to Kesoram Industries Limited and for general corporate purposes of MITCL.
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For Manav Investment And Trading Company Limited



Constituted Attorney

Place: Kolkata

Date: 30.04.2021

