1. Department of Corporate Services,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001

2. The Manager

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

3. Sobha Limited
SOBHA, Sarjapur-Marathahalli Outer Ring Road (ORR) Devarabisanahalli,
Bellandur Post, Bangalore KA 560103 India

10 March 2022

Sub: Disclosure under Regulation 29(1) read with Regulation 29 (4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Ma'am,

Enclosed is a disclosure by Catalyst Trusteeship Limited under Regulation 29 (1) read with Regulation 29 (4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "**Takeover Code**").

This disclosure is in respect of the encumbrance over 6,750,000 equity shares, constituting 7.11% of the issued and paid-up share capital of Sobha Limited, created by Mr. Puthan Naduvakkatt Chenthamaraksha Menon.

Yours faithfully,
For **Catalyst Trusteeship Limited**

Nitul

CATALYST TRUSTEESHIP LIMITED

Authorized Signatory
Name: Nitul Dinesh Gala

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

Name of the Target Company (TC)	Sobha Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Catalyst Trusteeship Limited acting in its capacity as the security trustee for lender(s) to Mr. Puthan Naduvakkatt Chenthamaraksha Menon		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of: (a) Shares carrying voting rights	Nil	Nil	Nil
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
(c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
(d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil

(e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition (a) Shares carrying voting rights acquired	Nil	Nil	Nil
(b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
(c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge/ ~~lien/non disposal undertaking/others~~)	6,750,000	7.11	7.11
(e) Total (a+b+c+/-d)	6,750,000	7.11	7.11
After the acquisition, holding of acquirer along with PACs of: (a) Shares carrying voting rights	Nil	Nil	Nil
(b) VRs otherwise than by equity shares	Nil	Nil	Nil
(c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge/ ~~lien/non disposal undertaking/others~~)	6,750,000	7.11	7.11
(e) Total (a+b+c+d)	6,750,000	7.11	7.11
Mode of acquisition (e.g. open market/publicissue/rights issue/preferential allotment/inter se transfer/encumbrance, etc.)	Creation of encumbrance by way of pledge		

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	8 March 2022 (date of creation of pledge)
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 948,458,530 divided into 94,845,853 equity shares of Rs. 10 each
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 948,458,530 divided into 94,845,853 equity shares of Rs. 10 each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 948,458,530 divided into 94,845,853 equity shares of Rs. 10 each

Note-#

1. Mr. Puthan Naduvakkatt Chenthamaraksha Menon (the "**Borrower**") is a promoter of, and shareholder in, Sobha Limited (the "**Target Company**") and has entered into a facility agreement dated 4 March 2022, pursuant to which the Borrower has availed a loan facility (the "**Facility**") from the lender(s) mention in the facility agreement.

2. The Onshore Security Trustee is holding the share pledge over 6,750,000 shares of the Target Company for the benefit of the lenders under the facility agreement.

3. In terms of Regulation 29 (1) read with Regulation 29 (4) of the Takeover Code, encumbrance over shares (including shares that are encumbered by way of pledge) shall be treated as an acquisition. Accordingly, this disclosure is being made in respect of the encumbrance created over the equity shares of the Target Company in favour of the Onshore Security Trustee for the benefit of the lender(s) under the Facility as described above.

CATALYST TRUSTEESHIP LIMITED

Mumbai Office Windsor, 6th Floor, Office No. 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai 400 098 **Tel** +91 (22) 4922 0555 **Fax** +91 (22) 4922 0505
Regd. Office CDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune 411 038 **Tel** +91 (20) 66807200
Delhi Office Office No. 810, 8th Floor, Kailash Building, 26, Kasturba Gandhi Marg, New Delhi - 110001 **Tel** +91 (11) 430 29101/02.
CIN No. U74999PN1997PLC110262 Email dt@ctltrustee.com **Website** www.catalysttrustee.com

Signature of the acquirer / Authorised Signatory

Nitul

Name: Nitul Dinesh Gala
Designation: Manager
Place: Mumbai
Date: 10 March 2022

Note:

(*) Total share capital/ voting 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 shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.