Vipul

Vipul Limited
Vipul TechSquare
Golf-Course Road, Sector-43
Gurgaon - 122 009
Tel: -91-124-406 5500
Fax: 91-124-406 1000
E-mail : info@vipulgroup.in
www.vipulgroup.in

**Ref. No. VIPUL/SEC/FY2019-20/** **October 04, 2019**

| | |
|---|---|
| The Secretary<br>BSE Limited, (Equity Scrip Code: 511726)<br>Corporate Relationship Department,<br>At: 1ST Floor, New Trading Ring, Rotunda Building,PhirozeJeejeebhoy Towers, Dalal Street, Fort,Mumbai-400001 | The Manager (Listing)<br>National Stock Exchange of India Limited,<br>(Equity Scrip Code: VIPULLTD)<br>Exchange Plaza, BandraKurla Complex,<br>Bandra, Mumbai-400051 |

**Sub: Disclosure of reasons for encumbrance by Promoter and Promoter Group of the Company**

Dear Sir(s),

In accordance with Regulation 31(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Takeover Regulations) and in compliance of SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 01, 2019, please find enclosed herewith the disclosure of reasons for encumbrance by Promoter and Promoter Group of the Company as per prescribed format at Annexure -II.

You are requested to take the above confirmation on record and bring the same to the notice of all concerned.

Thanking you,
Yours faithfully,
For **Vipul Limited**

Sunil

**(Sunil Kumar)**
**Company Secretary**
**A-38859**

**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 | **Vipul Limited** |
| Name of the recognised stock exchanges where the shares of the company are listed | 1. BSE Limited<br>2. National Stock Exchange of India Ltd |
| Name of the promoter(s) / PACs whose shares have been encumbered | Mr. Punit Beriwala |
| Total promoter shareholding in the listed company | Mr. Punit Beriwala<br>No. of Shares -39542183<br>% of total share capital -32.96 |
| Encumbered shares as a % of promoter shareholding | 28.10 |
| Whether encumbered share is 50% or more of promoter shareholding | Yes |
| Whether encumbered share is 20% or more of total share capital | Yes |

**Details of all the existing events/ agreements pertaining to encumbrance**

| | | **Encumbrance 1: 09.02.2015*** | **Encumbrance 2: 28.08.2015*** | **Encumbrance 3: 11.12.2018*** | **Encumbrance 4: 13.12.2018*** | **Encumbrance 5: 22.08.2019*** |
|---|---|---|---|---|---|---|
| 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 | Pledge | Pledge | Pledge | Pledge |
| No. and % of shares encumbered | | No. of shares: 200000<br>% of total share capital: 0.17 | No. of shares: 450000<br>% of total share capital: 0.38 | No. of shares: 1500000<br>% of total share capital: 1.25 | No. of shares: 1200000<br>% of total share capital: 1 | No. of shares: 1500000<br>% of total share capital: 1.25 |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | Kanupriya Commercial Pvt Ltd | Yaduka Financial Services Ltd | Paramount Realtech Pvt Ltd | DMI Finance Pvt Ltd | J P Financial Services Pvt Ltd |
| | 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 | Yes | Yes | Yes | YES |

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| | | | | | | |
|---|---|---|---|---|---|---|
| | Names of all other entities in the agreement | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA |
| | 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 | ~~YES~~ / NO | ~~YES~~ / NO | ~~YES~~ / NO | ~~YES~~ / NO |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | Rs. 88,00,000/- | Rs. 1,90,57,500/- | Rs. 5,25,00,000/- | Rs. 4,28,40,000/- | Rs. 5,25,75,000/- |
| | Amount involved (against which shares have been encumbered) (B) | Rs. 2,55,00,000/- | Rs. 2,00,00,000/- | Rs. 20,00,00,000/- | Rs. 40,00,00,000/- | Rs. 15,00,00,000/- |
| | Ratio of A / B | 0.35 | 0.95 | 0.26 | 0.12 | 0.35 |

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| | | | | | | |
|---|---|---|---|---|---|---|
| End use of money | Borrowed amount to be utilized for what purpose –<br>(a) Personal use by promoters and PACs<br>(b) For the benefit of listed company<br><br>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.<br>(a) Any other reason (please specify) | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (2.55 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 2.55 Crores | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (2 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 2.00 Crores | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (20 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 12.25 Crores | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (40 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 24.32 Crores | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (15 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 15.00 Crores |

*date of last encumbrance of shares

Signature of Authorised Signatory:

Sunil

VIPUL LIMITED GURGAON

**(Sunil Kumar)**
**Company Secreatry**

**Place: Gurgaon**
**Date: 04.10.2019**

**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 | **Vipul Limited** |
| Name of the recognised stock exchanges where the shares of the company are listed | 1. BSE Limited<br>2. National Stock Exchange of India Ltd |
| Name of the promoter(s) / PACs whose shares have been encumbered | Mrs. Sunita Beriwala Jt Punit Beriwala |
| Total promoter shareholding in the listed company | Mrs. Sunita Beriwala Jt Beriwala<br>No. of Shares -15791000<br>% of total share capital -13.16 |
| Encumbered shares as a % of promoter shareholding | 10.42 |
| 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 16.03.2018*** |
| 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: 5200000<br>% of total share capital: 4.33 |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | DMI Finance Pvt Ltd |
| | 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 |
| | Names of all other entities in the agreement | Listed company and its group companies (if any) –<br>1. Vipul Limited<br>2. Its Group Companies (If any) - NA<br><br>Other entities (if any) – NA |

| | | |
|---|---|---|
| | 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 |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | Rs. 31,95,40,000/- |
| | Amount involved (against which shares have been encumbered) (B) | Rs. 40,00,00,000/- |
| | Ratio of A / B | 0.79 |
| End use of money | Borrowed amount to be utilized for what purpose –<br>(a) Personal use by promoters and PACs<br>(b) For the benefit of listed company<br><br>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.<br>(a) Any other reason (please specify) | For the Benefit of listed company i.e. for working Capital Gap Requirement as additional security (40 Crores Amount is issued for working capital thereof for the schedule and repayment is continue/ongoing)<br><br>Outstanding as on reporting date: Rs. 24.32 Crores |

*date of last encumbrance of shares

Signature of Authorised Signatory:

Sunil

VIPUL LIMITED GURGAON

**(Sunil Kumar)**
**Company Secretary**

**Place: Gurgaon**
**Date: 04.10.2019**