

JINDAL STRIPS LIMITED

(CIN No: - U26940DL1983PLC016782)

Regd. Office: 28, Najafgarh Road, New Delhi-110015

October 4, 2019

BSE Limited

Listing Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001
Email: corp.relations@bseindia.com
Security Code No.: 539597

National Stock Exchange of India Ltd.

Listing Department,
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051
Email: cmlist@nse.co.in
Security Code No.: JSLHISAR

Subject: Disclosure of reasons for encumbrance of shares of Jindal Stainless (Hisar) Limited

Dear Sirs,

With reference to SEBI Circular number SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019, prescribing to submit an additional disclosure by the promoter of listed companies under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with the stock exchanges and the listed company.

In this regard, please find enclosed herewith disclosure of reasons for encumbrance of shares of Jindal Stainless (Hisar) Limited ("the Company") in prescribed format – Annexure II, by the Promoter Group entities, as per their shareholding in the Company, as on September 30, 2019.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For Jindal Strips Limited

{For and on behalf of Promoter/Promoter Group entities of Jindal Stainless (Hisar) Limited}



Mahabir Prashad Gupta
Director

CC:


Company Secretary
Jindal Stainless (Hisar) Limited
O.P. Jindal Marg,
Hisar - 125005

Enclosed as above

Format for disclosure of reasons for encumbrance

(In addition to Annexure-I prescribed by way of circular dated August 5, 2015)

Name of Listed Company	Jindal Stainless (Hisar) Limited ("JSHL")	
Name of the recognised stock exchanges where the shares of the Company are listed	i. The National Stock Exchange of India Limited ii. BSE Limited	
Name of the promoters / PACs whose shares have been encumbered	As per enclosed Annexure 1 mentioning list of Promoter(s)/PAC's of JSHL whose shares have been encumbered	
Total promoter shareholding in the listed company	The total promoter equity shareholding comprises of 13,60,56,314 shares constituting 57.67%	
Encumbered shares as a % of promoter	As mentioned in Annexure 1	
Whether encumbered share is 50% or more of promoter shareholding	Yes, considering the collective shareholding of Promoters(s)/PAC of JSHL	
Whether encumbered share is 20% or more of total share capital	Yes, considering the collective shareholding of Promoters(s)/PAC of JSHL	
Details of all the existing events/ agreements pertaining to encumbrance		
	Encumbrance 1 Agreement for pledge of shares	
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	As mentioned in Annexure 1	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	SBICAP Trustee Company Limited, acting on behalf of the lenders as mentioned in Annexure 2
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If	SBICAP Trustee Company Limited is registered with SEBI. The details of the lenders have already been provided in Annexure 2 .
	Names of all other entities in the agreement	JSHL had entered into the following agreements for availing financial facilities with the lenders as mentioned in Annexure 2 : (a) Rupee Term Loan Agreement for payment of part consideration for transfer of business undertaking/slump sale under the Scheme of Demerger of JSL as approved by the Hon'ble High Court of Punjab and Haryana; and (b) Working Capital Consortium Agreement. These facilities were secured inter-alia by pledge of shares. Consequently Agreement(s) for pledge of shares were executed by the promoters/promoter group entities of JSHL as mentioned in Annexure 1 in favour of SBICAP Trustee Company Limited, from time to time.
	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	Not Applicable
Value of shares on the date of event / agreement (A)	The ratio of security cover to asset cover is not applicable as the amount was borrowed pursuant to Rupee Term	

Security Cover / Asset Cover	Amount involved (against which shares have been encumbered) (B)	Loan Agreement and Working Capital Consortium Agreement, which is secured inter-alia by pledge of shares by promoter/promoter group representing collectively 87.7% of the shareholding of the promoter/promoter group entities of JSHL.
	Ratio of A / B	
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>a. Personal use by promoters and PACs</p> <p>b. For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p>	<p>As mentioned above JSHL had entered into Working Capital Consortium Agreement and Rupee Term Loan Agreement pursuant to which the credit facilities was made available to itself.</p> <p>The Rupee Term Loan is scheduled to be repaid by way of structured instalments upto 01.01.2027.</p>
Signature of Authorised Signatory:		For Jindal Strips Limited (for and on behalf of promoter / promoter group entities of Jindal Stainless (Hisar) Limited
		
		Mahabir Prashad Gupta Director
Place:	Hisar	
Date:	October 4, 2019	

**NAME OF PROMOTER GROUP ENTITIES OF JINDAL STAINLESS (HISAR) LIMITED WHOSE SHARES HAVE BEEN
PLEGDED**

Sl. No.	Name of promoter group entity	No. of shares held	No. of shares pledged	Pledged shares as % of total Shareholding	Pledged shares as % of total Promoters Shareholding
1	NALWA ENGINEERING CO LTD	7,47,290	7,47,290	0.32	0.55
2	ABHINANDAN INVESTMENTS LIMITED	8,11,350	8,11,350	0.34	0.60
3	GOSWAMIS CREDITS & INVESTMENTS LTD	8,77,795	8,77,795	0.37	0.65
4	RENUKA FINANCIAL SERVICES LTD	8,86,620	8,86,620	0.38	0.65
5	JINDAL REX EXPLORATION PRIVATE LIMITED	9,29,730	9,29,730	0.39	0.68
6	MANJULA FINANCES LTD	10,12,080	10,12,080	0.43	0.74
7	EVER PLUS SECURITIES AND FINANCE LIMITED	11,57,835	11,57,835	0.49	0.85
8	STAINLESS INVESTMENTS LIMITED	14,42,895	14,42,895	0.61	1.06
9	NALWA INVESTMENTS LIMITED	17,07,110	17,07,110	0.72	1.25
10	COLARADO TRADING CO LTD	20,74,930	20,74,930	0.88	1.53
11	GAGAN TRADING COMPANY LIMITED	24,54,295	24,49,070	1.04	1.80
12	SIDDESHWARI TRADEX PRIVATE LIMITED	27,55,890	27,55,890	1.17	2.03
13	MANSAROVER INVESTMENTS LIMITED	37,97,210	37,97,210	1.61	2.79
14	HEXA SECURITIES AND FINANCE CO LTD	49,31,175	49,31,175	2.09	3.62
15	VRINDAVAN SERVICES PRIVATE LIMITED	49,46,705	49,46,705	2.10	3.64
16	JINDAL STRIPS LIMITED	53,14,090	53,14,090	2.25	3.91
17	JINDAL EQUIPMENT LEASING AND CONSULTANCY SERVICES LTD	57,35,555	57,35,555	2.43	4.22
18	SUN INVESTMENTS PVT LIMITED	92,96,780	92,96,235	3.94	6.83
19	JSL LIMITED	23,74,620	23,74,620	1.01	1.75
20	JINDAL INFRASTRUCTURE AND UTILITIES LIMITED	23,74,620	23,74,620	1.01	1.75
21	MR. RATAN JINDAL	74,24,148	74,24,148	3.15	5.46
22	JSL OVERSEAS LIMITED	2,65,60,440	2,65,60,440	11.26	19.52
23	JSL OVERSEAS HOLDING LIMITED	4,44,34,984	2,97,13,995	12.59	21.84
		13,40,48,147	11,93,21,388	50.57	87.70



**NAME OF LENDER(S) UNDER RUPEE TERM LOAN AGREEMENT AND WORKING CAPITAL CONSORTIUM
AGREEMENT FOR FINANCIAL FACILITIES SANCTIONED TO JINDAL STAINLESS (HISAR) LIMITED**

Sl. No	Name of Lender	Category
1	State Bank of India (including Associates)	Scheduled Commercial Bank as per Schedule II of RBI Act, 1934
2	Punjab National Bank	
3	Allahabad Bank	
4	Oriental Bank of Commerce	
5	Central Bank of India	
6	United Bank of India	
7	Jammu & Kashmir Bank	
8	Syndicate Bank	
9	Karnataka Bank	
11	UCO Bank	
12	Canara Bank	
13	Bank of Baroda (including erstwhile Vijaya Bank)	
14	ICICI Bank Limited	
15	Axis Bank Limited	
16	Indian Bank	
17	Union Bank of India	
18	HDFC Bank	
19	Export-Import Bank of India	
20	IDBI Bank	Industrial Development Bank

