

16th May, 2020

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza,
Plot No C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai- 400051

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

[Scrip Code: USHAMART]

[Scrip Code: 517146]

Societe de la Bourse de Luxembourg
35A Boulevard Joseph II
L-1840, Luxembourg

[Scrip Code. US9173002042]

Dear Sirs,

Re: **Submission of disclosure of reasons for encumbrance by promoter of listed companies.**

In accordance with SEBI Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated 7th August, 2019, please find enclosed the required disclosure in Annexure II.

Thanking you,

Yours faithfully,



Rajeev Jhawar
Promoter

Encl: as mentioned above.

Copy to: The Company Secretary
Usha Martin Limited
2A, Shakespeare Sarani
Kolkata – 700 071

Annexure - II

Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Usha Martin Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited BSE Limited Societe de la Bourse de Luxembourg [GDRs are listed]
Name of the promoter(s) / PACs whose shares have been encumbered	1) Brij Investments Private Limited 2) UMIL & Stock Broking Services Limited 3) Usha Martin Ventures Limited 4) Peterhouse Investments India Limited
Total promoter shareholding in the listed company	No. of equity shares – 16,08,76,291 * 52.79% of total paid up equity share capital
Encumbered shares as a % of promoter shareholding	7,92,32,864 encumbered (pledged) equity shares is 49.25% of promoter shareholding
Whether encumbered share is 50% or more of promoter shareholding	NO
Whether encumbered share is 20% or more of total share capital	YES

*Neutral Publishing House Ltd (NPHL) is a shareholder under Promoter and Promoter Group of the Company. NPHL had informed stock exchanges (BSE & NSE) and Usha Martin Limited on 31st March, 2020 that NPHL had purchased 34,35,648 equity shares on 30th March, 2020 but the same is not reflected in the records of the Company as on 31st March 2020 for online technical reasons. As on 31st March 2020, NPHL holds 70,43,201 equity shares of the Company including 34,35,648 equity shares.

Details of all the existing events / agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance: <u>10th March, 2016</u>)	Encumbrance 2 (Date of creation of encumbrance: <u>9th August, 2016</u>)																																
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 of equity shares	Pledge of equity shares																																
No. and % of shares encumbered		<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Promoter</th> <th>No. of shares pledged</th> <th>%age of share capital</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Brij Investments Private Limited</td> <td>16,16,432</td> <td>0.53</td> </tr> <tr> <td>2</td> <td>UMIL & Stock Broking Services Limited</td> <td>380,00,000</td> <td>12.47</td> </tr> <tr> <td></td> <td>TOTAL</td> <td>396,16,432</td> <td>13.00</td> </tr> </tbody> </table>	Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital	1	Brij Investments Private Limited	16,16,432	0.53	2	UMIL & Stock Broking Services Limited	380,00,000	12.47		TOTAL	396,16,432	13.00	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Promoter</th> <th>No. of shares pledged</th> <th>%age of share capital</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Usha Martin Ventures Limited</td> <td>200,00,000</td> <td>6.56</td> </tr> <tr> <td>2</td> <td>Peterhouse Investments India Limited</td> <td>196,16,432</td> <td>6.44</td> </tr> <tr> <td></td> <td>TOTAL</td> <td>396,16,432</td> <td>13.00</td> </tr> </tbody> </table>	Sl. No.	Name of the Promoter	No. of shares pledged	%age of share capital	1	Usha Martin Ventures Limited	200,00,000	6.56	2	Peterhouse Investments India Limited	196,16,432	6.44		TOTAL	396,16,432	13.00
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Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	State Bank of India (SBI)	State Bank of India (SBI)																																
	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 [Scheduled Bank]	YES [Scheduled Bank]																																
	Names of all other entities in the agreement	1) Brij Investments Private Limited 2) UMIL & Stock Broking Services Limited	1) Usha Martin Ventures Limited 2) Peterhouse Investments India Limited																																

	Encumbrance 1 (Date of creation of encumbrance: <u>10th March, 2016</u>)	Encumbrance 2 (Date of creation of encumbrance: <u>9th August, 2016</u>)
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	NO

Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs.39.30 Crores [Value of shares as per the closing price at BSE (Rs.9.92 per share) as on the date of pledge]	Rs.62.99 Crores [Value of shares as per the closing price at BSE (Rs. 15.90 per share) as on the date of pledge]											
	Amount involved (against which shares been encumbered) (B)	Rs.6,798 Crore [As on 31 st March, 2019 and 31 st March,2020 outstanding amount is Rs.4,304.52 Crores and Rs.142.75 Crores respectively.	Rs. 6,798 Crore [As on 31 st March '19 and 31 st March,2020 outstanding amount is Rs.4,304.52 Crores and Rs. 142.75 Crores respectively.											
	Ratio of A / B	<table border="1"> <tr> <td>As on 10th March, 2016 being date of pledge</td> <td>0.01</td> </tr> <tr> <td>As on 31st March, 2019</td> <td>0.01</td> </tr> <tr> <td>As on 31st March, 2020</td> <td>0.28</td> </tr> </table>	As on 10 th March, 2016 being date of pledge	0.01	As on 31 st March, 2019	0.01	As on 31 st March, 2020	0.28	<table border="1"> <tr> <td>As on 9th August, 2016 being date of pledge</td> <td>0.01</td> </tr> <tr> <td>As on 31st March, 2019</td> <td>0.01</td> </tr> <tr> <td>As on 31st March, 2020</td> <td>0.44</td> </tr> </table>	As on 9 th August, 2016 being date of pledge	0.01	As on 31 st March, 2019	0.01	As on 31 st March, 2020
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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</p>	<p>Not Applicable</p> <p>Yes</p> <table border="1"> <tr> <td>Amount of facilities sanctioned in 2016 when pledge agreement was executed</td> <td>Rs. 6,798 crore</td> </tr> <tr> <td></td> <td></td> </tr> </table>	Amount of facilities sanctioned in 2016 when pledge agreement was executed	Rs. 6,798 crore										
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etc. (c) Any other reason (please specify)	Amount of facilities outstanding as on 31 st March, 2019	Rs.4,304.52 Crores
	Amount of facilities outstanding as on 31 st March, 2020	Rs. 142.75 Crores
	Purpose of Facilities	Capital expenditure; long term working capital; general corporate expenses; payment of capex creditors etc.
	Schedule of utilization of amount	<ul style="list-style-type: none"> • Not applicable since Rs. 142.75 Crores is outstanding amount as on 31st March, 2020. • Subsequent to slump sale of steel business of the Company and scheduled liquidation, facilities of Rs 4,161.77 Crores was repaid during year ended 31st March, 2020. • Pledge of promoter shareholding continues. • Utilization of outstanding amount (as on 31/03/2020) is towards working capital requirement; capital expenditure,; general corporate expenses etc.
	Repayment schedule	2020-21 : Rs 13.00 Crores 2021-22 : Rs 38.00 Crores 2022-23 : Rs 25.00 Crores 2023-24 : Rs 15.00 Crores 2024-25 : Rs 24.00 Crores 2025-26 : Rs 27.75 Crores



Signature of Authorised Signatory:

Place: Singapore

Date: 16th May 2020