
From: Paritosh Agarwal <md@suryalakshmi.com>

Sent: Wednesday, January 13, 2021 5:01 PM

To: 'takeover@nse.co.in' <takeover@nse.co.in>

Subject: Disclosure (Annexure I and II) under Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Ref. : 521200 / SURYALAXMI

Please find attached the disclosure (Annexure I and II) under Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record and acknowledge the receipt.

Thanks and regards,

PARITOSH AGARWAL

— Attachments: —

ANNEXURE_II.pdf

2.0 MB

annexure_I.pdf

698 kB

ANNEXURE J

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ 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)					SURYALAKSHMI COTTON MILLS LIMITED								
Names of the stock exchanges where the shares of the target company are listed					NSE and BSE								
Date of reporting					13 / 01/2021								
Name of the Promoter(s) or PAC on whose shares encumbrance was created /invoked/released (tick the relevant one)					Sri Paritosh Agarwal, on behalf of all Promoters.								
Details of the creation of encumbrance													
Name of Promoter(s) or PACs with him *	Promoter holding in the target Company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation/release / invocation)	Date(s) of creation / release / invocation of encumbrance	Type of encumbrance (pledge / lien / non disposal undertaking / others)	Reasons for encumbrance **	No. of shares	% of total share capital	Name of entity in whose favor shares encumbered **	No. of shares	% of total share capital
Sri L.N.Agarwal	1364516	8.18	140665	0.84	Creation - pledge of 1223851 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	1223851	7.34	State Bank of India (SBI)	1364516	8.18
Sri Paritosh Agarwal	1478472	8.87	1250000	7.50	Creation - pledge of 228472 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	228472	1.37	SBI	1478472	8.87
Smt. Padmini Agarwal	971815	5.83	0	0.00	Creation - pledge of 971815 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	971815	5.83	SBI	971815	5.83
Sri Vedant Agarwal	1717164	10.30	0	0.00	Creation - pledge of 1717164 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	1717164	10.30	SBI	1717164	10.30
Lakshmi Narayan Agarwal (Family Trust)	370000	2.22	0	0.00	Creation - pledge of 370000 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	370000	2.22	SBI	370000	2.22
Lakshmi Narayan Agarwal (HUF)	401890	2.41	0	0.00	Creation - pledge of 401890 equity shares	Creation - 13/01/2021	Pledge	Collateral for loans availed by the Company	401890	2.41	SBI	401890	2.41

Signature of Authorised signatory



Place: Secunderabad

Date: 13/01/2021

ANNEXURE – II

Format for disclosure of reasons for encumbrance

Name of listed company	SURYALAKSHMI COTTON MILLS LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	(a) National Stock Exchange of India Limited (b) BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	1. Sri L.N.Agarwal 2. Sri Paritosh Agarwal 3. Smt Padmini Agarwal 4. Sri Vedant Agarwal 5. L.N.Agarwal Family Trust 6. L.N.Agarwal HUF
Total promoter shareholding in the listed company	No. of shares - 9326889 % of total share capital - 55.94%
Encumbered shares as a % of promoter shareholding	67.58%
Whether encumbered share is 50% or more of promoter shareholding	YES / NO
Whether encumbered share is 20% or more of total share capital	YES / NO

Paritosh

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 13 /01//2021)		Encumbrance 2 (Date of creation of encumbrance: 27/08/2019)		Encumbrance 3 (Date of creation of encumbrance: 27/09/2017)		Encumbrance 4 (Date of creation of encumbrance: 24/07/2013)	
	PLEDGE		PLEDGE		PLEDGE		PLEDGE	
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	
No. and % of shares encumbered	No. of Shares	% of total share capital	No. of Shares	% of total share capital	No. of Shares	% of total share capital	No. of Shares	% of total share capital
PARITOSH AGARWAL	228472	1.37	750000	4.50	500000	3.00	----	----
PADMINI AGARWAL	971815	5.83	----	----	----	----	----	----
L.N.AGARWAL	1223851	7.34	----	----	----	----	140665	0.84
VEDANT AGARWAL	1717164	10.30	----	----	----	----	----	----
LAKSHMI NARAYAN AGARWAL (HUF)	401890	2.41	----	----	----	----	----	----
L.N.AGARWAL (Family Trust)	370000	2.22	----	----	----	----	----	----
TOTAL	4913192	29.47						

Rastu

		Encumbrance 1 (Date of creation of encumbrance: 13/01/2021)	Encumbrance 2 (Date of creation of encumbrance: 27/08/2019)	Encumbrance 3 (Date of creation of encumbrance: 27/09/2017)	Encumbrance 4 (Date of creation of encumbrance: 24/07/2013)	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	STATE BANK OF INDIA	THE LAKSHMI VILAS BANK LIMITED	AXIS BANK LIMITED	STATE BANK OF INDIA	
	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/ NO	YES	YES	YES	
	Names of all other entities in the agreement	Listed company and its group companies (if any) 1. 2. Other entities (if any) — 1.	---	---	---	---
	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	NO	NO

Rachin

		Encumbrance 1 (Date of creation of encumbrance: 13 /01//2021)	Encumbrance 2 (Date of creation of encumbrance: 27/08/2019)	Encumbrance 3 (Date of creation of encumbrance: 27/09/2017)	Encumbrance 4 (Date of creation of encumbrance: 24/07/2013)
Security Cover / Asset cover	Value of shares on the date of event / agreement (A)	Rs.186701293/-	Rs.12187500/-	Rs.42050000/-	Rs.6611255/-
	Amount involved (against which shares have been encumbered) (B)	Rs.222.37 Crores	Rs.10 Crores	Rs.15 Crores	Rs.16.6 Crores
	Ratio of A/B	0.084	0.12	0.28	0.04
End use of money	Borrowed amount to be utilised for what purpose – (a) Personal use by Promoters and PACs	NO	NO	NO	NO
	(b) For the benefit of listed Company	YES	YES	YES	YES
	Provide details including amount, purpose of raising money by listed Company, schedule for utilisation of amount, repayment schedule, etc. (a) Any other reason (please specify)	As Collateral security for loans availed by the Company	Collateral for loans availed by the Company	Collateral security for the Bank finance by the Company	Collateral security for corporate loan

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