

GUILD BUILDERS PRIVATE LIMITED

Regd. Office: FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001
CIN NO.:U45201HR2003PTC049535 Email: Secretarial_1@omaxe.com

Date: 10 July 2020

To,

**Listing Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai 400001**

**Listing Department
National Stock Exchange of India
Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East) Mumbai-400051**

**Subject: Disclosure of reason for Encumbrance of shares in terms of SEBI Circular
No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019**

Dear Sir/Madam,

This is to inform you that in terms of Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019 issued by Securities and Exchange Board of India, please find enclosed herewith the reasons for encumbrance of shares pledged by Guild Builders Private Limited, being part of Promoters group in Omaxe limited as on date.

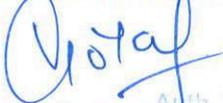
Further to inform that due to fluctuation in price of equity shares of Omaxe Limited, following equity shares have been further pledged as top up shares in existing loan facilities:

- 53,00,000 (Fifty Three Lakhs Only) Equity Shares in favor of M/s IndusInd Bank Ltd mentioned as Encumbrance 5.
- 5,00,000 (Five Lakhs Only) Equity Shares in favor of M/s Venus India Asset-Finance Pvt. Ltd mentioned as Encumbrance 11.

The requisite disclosure is attached herewith. Kindly acknowledge the receipt of the same.

Thanking You,

For Guild Builders Private Limited



Vinit Goyal
Director

Encl: As above

Auth. Signatory/Director

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	Omaxe Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	1. Guild Builders Private Limited 2. Sunil Goel
Total promoter shareholding in the listed company	No. of shares : 13,54,69,184 % of total share capital – 74.07%
Encumbered shares as a % of promoter shareholding	65.67%
Whether encumbered share is 50% or more of promoter shareholding	Yes
Whether encumbered share is 20% or more of total share capital	Yes

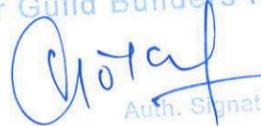
Details of all the existing events/ agreements pertaining to encumbrance		Encumbrance 1 (Date of creation of encumbrance: 24/03/2014)	Encumbrance 2 (Date of creation of encumbrance: 10/02/2017)	Encumbrance 3 (Date of creation of encumbrance: 30/01/2017)	Encumbrance 4 (Date of creation of encumbrance: 09/06/2017)	Encumbrance 5 (Date of creation of encumbrance: 26/10/2017)	Encumbrance 6 (Date of creation of encumbrance: 10/09/2018)	Encumbrance 7 (Date of creation of encumbrance: 19/12/2018)
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	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
No. and % of shares encumbered		No. of shares: 82,00,000 % of total share capital: 4.48	No. of shares: 22,21,000 % of total share capital: 1.21	No. of shares: 18,16,423 % of total share capital: 0.99	No. of shares: 36,09,000 % of total share capital: 1.97	No. of shares: 1,73,76,000 % of total share capital: 9.5	No. of shares: 53,35,000 % of total share capital: 2.92	No. of shares: 34,22,000 % of total share capital: 1.87
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	IFCI Limited	IFCI Factors Limited	IFCI Venture Capital Funds Limited	Sicom Limited	Indusind Bank Limited	Vistra ITCL (India) Limited	Vistra ITCL (India) Limited
	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	YES	YES
	Names of all other entities in the agreement	Listed company and its group companies 1. Omaxe Limited 2. Omaxe Chandigarh Extension Developers Private Limited 3. Advaita Properties Private Limited 4. Advay Properties Private Limited 5. Udai Properties Private Limited 6. Agasthya Properties Private Limited 7. Guild Builders Pvt. Ltd.	Listed company and its group companies (if any) 1. Omaxe Limited 2. Garv Buildtech private Limited 3. Guild Builders Pvt. Ltd. 4. PRAVEEN BUILDCON PRIVATE LIMITED 5. KRISHAN KRIPA BUILDCON PRIVATE LIMITED	Listed company and its group companies (if any) 1. Omaxe Limited 2. Garv Buildtech private Limited 3. Guild Builders Pvt. Ltd.	Listed company and its group companies (if any) 1. Omaxe Limited 2. Rocky Valley Resort Private Limited 3. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Omaxe Chandigarh Extension Developers Private Limited 3. Advaita Properties Private Limited 4. Advay Properties Private Limited 5. Udai Properties Private Limited 6. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Omaxe Chandigarh Extension Developers Private Limited 3. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Pancham Realcon Pvt. Ltd 3. Aviral Colonizers Pvt. Ltd. 4. Satkar Colonizers Pvt. Ltd. 5. Beautiful Landbase Pvt. Ltd., 6. Bhavesh Buildcon Pvt. Ltd., 7. Mangla Villas Pvt. Ltd., 8. Utkrsh Real Estate & associates 9. Panchi Developers (P) Ltd 10. Shamba Developers (P) Ltd 11. Guild Builders Pvt. Ltd.
	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	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		NO	NO	NO	NO	NO	NO	NO
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs. 106.85 Cr.	Rs. 37.36 Cr.	Rs. 30.13 Cr.	Rs. 71.82 Cr.	Rs. 221.22 Cr.	Rs. 84.00 Cr.	Rs. 73.42 Cr.
	Amount involved (against which shares have been encumbered) (B) *	Rs. 72.86 Cr.	Rs. 13.00 Cr.	Rs. 10.26 Cr.	Rs. 10.00 Cr.	Rs. 191.71 Cr.	Rs. 155.79 Crs	Rs. 90 Crs
	Ratio of A / B	1.47:1	2.87:1	2.94:1	7.18:1	1.15:1	0.54:1	0.82:1
End use of money	Borrowed amount to be utilized for what purpose –	(A) Not Applicable	(A) Not Applicable	(A) Not Applicable	(A) Not Applicable	(A) Not Applicable	(A) Not Applicable	(A) Not Applicable
	(a) Personal use by promoters and PACs	(B) Yes	(B) Yes (both listed & its Subsidiary Company)	(B) Yes	(B) Yes	(B) Yes (both listed & its Subsidiary Company)	(B) No, but for the benefit of subsidiary of listed company	(B) No, but for the benefit of Group Company of listed company
	(b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	The Company has borrowed the funds for Working Capital Purpose. Repayment Schedule: 42 Equally monthly instalment starting from 15th Oct.2018 to 15th March,2022	The Company has borrowed the funds for Working Capital Purpose. Repayment Schedule: a) 35 Monthly instalment of Rs 0.28 Cr. each & 36th instalment of Rs 0.20 Cr. starting from 31st March 2018 to 28th Feb. 2021. b) 35 Monthly instalment of Rs 0.28 Cr. each starting from 31Jan 2019 to 30th Nov. 2021 & last Instalment of Rs 0.20 Crs. on 31/12/2021	The Company has borrowed the funds for Working Capital Purpose. Repayment Schedule: 33 Equal monthly Instalment of Rs 0.6060 Cr. each starting from 31/05/2018 to 31/01/2021	The Company has borrowed the funds for Working Capital Purpose. Repayment Schedule: 24 monthly Instalment of Rs.1.25 Cr. each starting from 15/06/2018 to 15/05/2020	The Company has borrowed the funds for following projects: 1. For Construction of project "The Palace" at Lucknow, 2. For Construction of project " Hazrat Ganj Residency" at Lucknow, 3. For Infra Development Expenses of "Hazrat Ganj Residency,Project, at Lucknow, 4. For Construction & facility charges of project " Omaxe Celestia Royal' New Chandigarh, 5. For Infra Development Expenses of Mega Township Project, at Omaxe New Chandigarh	The Company has borrowed the funds for Construction of project " Omaxe The Resort" ,New Chandigarh Repayment Schedule: 4 Quarterly Instalments of Rs 4 Crs starting from 30/06/2019 to 30/03/2020, 12 Quarterly Instalments of Rs.8 Crs. starting from 30/06/2020 to 30/03/2023 & 4 Quarterly Instalments of Rs.12 Crs. starting from 30/06/2023 to 30/03/2024	The Company has borrowed the funds for Construction of project " Omaxe Ananda"at Allahabad Repayment Schedule: 4 Quarterly Instalments of Rs 6.50 Crs. starting from 31/05/2021 to 28/02/2022, 8 Quarterly Instalments of Rs. 13 Crs. starting from 31/05/2022 to 28/02/2024
(a) Any other reason (please specify)								

For Guild Builders Pvt. Ltd.


Anil, Signatory/Director

		Encumbrance 8 (Date of creation of encumbrance: 29/09/2015)	Encumbrance 9 (Date of creation of encumbrance: 13/09/2017)	Encumbrance 10 (Date of creation of encumbrance: 22/09/2016)	Encumbrance 11 (Date of creation of encumbrance: 28/08/2017)	Encumbrance 12 (Date of creation of encumbrance: 03/10/2017)		
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: 2,61,40,990 % of total share capital: 14.29	No. of shares: 100 % of total share capital: 0	No. of shares: 1,03,49,041 % of total share capital: 5.66	No. of shares: 27,56,667 % of total share capital: 1.51	No. of shares: 77,31,000 % of total share capital: 4.23		
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Indiabulls Housing Finance Limited	Moneywise Financial Services Private Limited	STCI Finance Limited	Venus India Asset-Finance Pvt. Ltd.	Rama Shankar Khemka		
	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		
	Names of all other entities in the agreement	Listed company and its group companies 1. Omaxe Limited 2. Omaxe Forest Spa and Hills Developers Limited 3. Gary Buildtech Pvt. Ltd 4. Sunil Goel 5. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Omaxe Chandigarh Ext Developer Private Limited 3. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Guild Builders Pvt. Ltd.	Listed company and its group companies 1. Omaxe Limited 2. Guild Builders Private Limited		
	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	Other entities (if any) – NA	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		NO	NO	NO	NO	NO		
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs. 351.53 Cr.	Rs. 14.80 Cr.	Rs. 178.78 Cr.	Rs. 49.49 Cr.	153.15 Cr.		
	Amount involved (against which shares have been encumbered) (B) *	Rs. 258.62 Cr.	Rs. 0.48 Cr.	Rs. 53.75 Cr.	Rs. 15.06 Cr.	Rs. 45 Crs.		
	Ratio of A / B	1.36:1	30.83:1	3.26:1	3.29:1	3.01		
End use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company	(A) Not Applicable (B) Yes (Loan was availed for the benefit of listed & its Subsidiary Company) The Company has borrowed the funds for Working Capital Purpose & for Project cum Corporate Loan	(A) Not Applicable (B) Yes The Company has borrowed the funds for working capital purpose	(A) Not Applicable (B) Yes The Company has borrowed the funds for working capital purpose	(A) Not Applicable (B) Yes The Company has borrowed the funds for working capital purpose	(A) Not Applicable (B) Yes The Company has borrowed the funds: as investment		
	Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	Repayment Schedule: a) 36 EMI starting from 05/11/2016 to 5/10/2019. b) 24 EMI 05/2/2017 to 5/1/2019. c) 47 EMI 05/8/2018 to 5/6/2022. d) 46 EMI 05/8/2018 to 5/5/2022. e) 46 EMI 05/10/2018 to 5/7/2022. f) 5 Quarterly instalment of Rs.20.4106 Cr. each starting from 15 July, 2019 to 15th July, 2020.	Repayment Schedule: 24 EMI starting from 01/11/2017 to 01/10/2019	Repayment Schedule: A) Payable in 24 monthly from 06/08/2018 to 06/07/2020 B) Payable in 24 Equal monthly Installment from 1/07/2019 to 01/06/2021	Repayment Schedule: 24 Equal monthly instalment starting from 30th Sept, 2018 to 31st August, 2020	Repayment Schedule: Payable by 1, December, 2019		
	(a) Any other reason (please specify)							

For Guild Builders Pvt. Ltd.


Auth. Signatory/Director