

## GUILD BUILDERS PRIVATE LIMITED

Regd. Office: FF-19B, Omaxe Celebration Mall, Gurgaon, Haryana- 122001  
CIN NO.:U45201HR2003PTC049535 Email: Secretarial\_1@omaxe.com

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Date: 16 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.

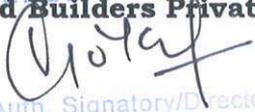
Further to inform that due to fluctuation in price of equity shares of Omaxe Limited, following equity shares have been further pledged as top up shares in existing loan facilities:

- 6,00,000 (Six Lakhs Only) Equity Shares in favor of M/s Venus India Asset-Finance Pvt. Ltd mentioned as Encumbrance 10.
- 57,00,000 (Fifty Seven Lakhs Only) Equity Shares in favor of M/s IFCI Ltd mentioned as Encumbrance 1.

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

Thanking You,

For Guild Builders Pvt. Ltd.  
**For Guild Builders Private Limited**

  
Auth. Signatory/Director

**Vinit Goyal**  
Director  
Encl: As above

## Annexure – II

Format for disclosure of reasons for encumbrance

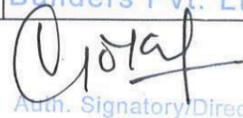
(In addition to Annexure – I prescribed by way of circular dated August 05, 2015)

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	70.32%
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

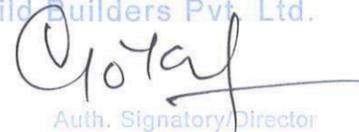
	Encumbrance 1 (Date of creation of encumbrance: 24/03/2014)	Encumbrance 2 (Date of creation of encumbrance: 10/02/2017)	Encumbrance 3 (Date of creation of encumbrance: 30/01/2017)	Encumbrance 4 (Date of creation of encumbrance: 09/06/2017)	Encumbrance 5 (Date of creation of encumbrance: 19/12/2018)	Encumbrance 6 (Date of creation of encumbrance: 10/09/2018)	
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	
No. and % of shares encumbered	No. of shares: 1,39,00,000 % of total share capital: 7.60	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: 34,22,000 % of total share capital: 1.87	No. of shares: 53,35,000 % of total share capital: 2.92	
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	Visra 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	
	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. Udal 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. Pancham Realcon Pvt. Ltd 3. Aviral Colonizers Pvt Ltd. 4. Salkar Colonizers Pvt Ltd. 5. Beautiful Landbase Pvt Ltd., 6. Bhavesh Buildcon Pvt Ltd., 7. Mangla Villas Pvt Ltd., 8. Ulkrishi Real Estate & associates 9. Panchi Developers (P) Ltd 10. Shamba Developers (P) Ltd. 11. 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.
	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	
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. 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. 90 Crs	
	Ratio of A / B	1.47:1	2.87:1	2.94:1	7.18:1	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) Personal use by promoters and PACs	(B) Yes	(B) Yes (both listed & its Subsidiary Company)	(B) Yes	(B) Yes	(B) No, but for the benefit of subsidiary 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 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.	(B) No, but for the benefit of subsidiary of listed company 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
(a) Any other reason (please specify)							

For Guild Builders Pvt. Ltd.


Anil  
Auth. Signatory/Director

	Encumbrance 7 (Date of creation of encumbrance: 29/09/2015)	Encumbrance 8 (Date of creation of encumbrance: 26/10/2017)	Encumbrance 9 (Date of creation of encumbrance: 22/09/2016)	Encumbrance 10 (Date of creation of encumbrance: 28/08/2017)	Encumbrance 11 (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: 1,73,76,000 % of total share capital: 9.5	No. of shares: 1,03,49,041 % of total share capital: 5.66	No. of shares: 33,56,667 % of total share capital: 1.84	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	Indusind Bank 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. Garv Buildtech Pvt. Ltd 4. Sunil Goel 5. 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. Udal Properties Private Limited 6. 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. 221.22 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. 191.71 Cr.	Rs. 53.75 Cr.	Rs. 15.06 Cr.	Rs. 45 Crs.
	Ratio of A / B	1.36:1	1.15:1	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 Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.	(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  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.	(A) Not Applicable  (B) Yes (both listed & its Subsidiary Company) The Company has borrowed the funds for following projects:1. For Contruction of project " The Palace" at Lucknow,2. For Contruction 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  Repayment Schedule: a) 10 Quarterly Instalments of Rs.5.50 Crs. starting from 31/07/2019 31/10/2021 b) 10 Quarterly Instalments of Rs.4 Crs. starting from 31/07/2019 31/10/2021 c) 10 Quarterly Instalments of Rs.5 Crs. starting from 31/07/2019 31/10/2021 d) 10 Quarterly Instalments of Rs.8 Crs. starting from 31/10/2019 31/01/2022 e) 10 Quarterly Instalments of Rs.4 Crs. starting from 31/10/2019 31/01/2022	(A) Not Applicable  (B) Yes The Company has borrowed the funds for working capital purpose  Repayment Schedule: A) Payable in 24 monthly from 06/08/2018 to 06/07/2020 B) Payable in 24 Equal monthly instalment from 1/07/2019 to 01/06/2021	(A) Not Applicable  (B) Yes The Company has borrowed the funds for working capital purpose  Repayment Schedule: 24 Equal monthly instalment starting from 30th Sept,2018 to 31st August..2020	(A) Not Applicable  (B) Yes The Company has borrowed the funds: as investment  Repayment Schedule: Payble by 1, December, 2019
	(a) Any other reason (please specify)					

For Guild Builders Pvt. Ltd.

  
Auth. Signatory/Director