

NEELKAMAL TOWER CONSTRUCTION LLP

(Formerly known as Neelkamal Tower Construction Private Limited converted into LLP w.e.f 26th October, 2010)

LLPIN - AAA -2602

265-E, Bellasis Road, Opp. BEST Bus Depot, Mumbai Central (E), Mumbai - 400008

Date: 02nd January, 2020

To

The Manager,	The Manager,
Dept. of Corporate Services	National Stock Exchange of India Limited
BSE Limited,	Exchange Plaza, Bandra Kurla Complex
P J Towers, Dalal Street ,	Bandra (East),
Mumbai - 400 001	Mumbai 400051
SCRIP CODE: 533160 SCRIP ID: DBREALTY	SCRIP SYMBOL: DBREALTY SERIES: EQ
FAX No. 022-2272 2037/39	FAX No. 022-26598237/38

Dear Sirs,

Sub : Disclosure under Regulation 31 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 along with the Disclosure of reason for encumbrance

Please find enclosed the disclosure under regulations 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011, in respect of creation of pledge over 30,00,000 nos. of equity shares of D B Realty Limited, which have been additionally pledged by us (one of the promoters of D B Realty Limited) in favour of Anand Rathi Global Finance Ltd ("Lender") (through its DP Anand Rathi Share & Stock Brokers Ltd.) in connection with the financial facility given by the said Lender to LLP.

Further, please find also enclosed the disclosure of reason for encumbrance in the prescribed format pursuant to SEBI Circular no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019.

Kindly acknowledge the receipt of the same and take on records.

Thanking You,

Yours faithfully,

For Neelkamal Tower Construction LLP


Designated Partner

CC to : D B Realty Limited,
Mumbai 400063



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					D B Realty Limited								
Names of the stock exchanges where the shares of the target company are listed					BSE Limited and National Stock Exchange of India Limited								
Date of reporting					02.01.2020								
Name of the Promoter or PAC on whose shares encumbrance has been created/ invoked/ released					Neelkamal Tower Construction LLP								
Details of the creation / invocation / release of encumbrance:													
Name of the 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 (creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)])	
	No. of Shares	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledge / lien/ non disposal undertaking/ others)	Reasons for Encumbrance	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number	% of total share capital
Neelkamal Tower Construction LLP	74121391	30.470	70804338	29.106	Creation	31.12.2019	Pledge	Pledge of shares to secure facility availed from Anand Rathi Global Finance Ltd.	3000000	1.233	Anand Rathi Global Finance Ltd. (through its DP Anand Rathi Share & Stock Brokers Ltd)	73804338	30.339
Vinod K. Goenka	1832108	0.753	1600000	0.658	-	-	-	-	-	-	-	1600000	0.658
Aseela Vinod Goenka	12000000	4.933	-	-	-	-	-	-	-	-	-	-	-
Sanjana Vinod Goenka	22382108	9.201	21700000	8.921	-	-	-	-	-	-	-	21700000	8.921
Aseela Vinod Goenka	14769958	6.071	10905303	4.483	-	-	-	-	-	-	-	10905303	4.483
Shravan Kumar Bali	1669327	0.686	-	-	-	-	-	-	-	-	-	-	-
Vinod Goenka HUF	4130767	1.698	400000	0.164	-	-	-	-	-	-	-	400000	0.164
Jayvardhan Vinod Goenka	13632108	5.604	-	-	-	-	-	-	-	-	-	-	-
Karim Gulamali Morani	399643	0.164	-	-	-	-	-	-	-	-	-	-	-
Mohammed Gulamali Morani	380612	0.156	-	-	-	-	-	-	-	-	-	-	-
Top Notch Buildcon	273207	0.112	-	-	-	-	-	-	-	-	-	-	-
V S Erectors & Builders Pvt. Ltd.	5244750	2.156	-	-	-	-	-	-	-	-	-	-	-
Shanita Deepak Jain	191081	0.079	-	-	-	-	-	-	-	-	-	-	-



Shabana Balwa	153090	0.063	-	-	-	-	-	-	-	-	-	-	-
Ali Gulamali Morani	55026	0.022	-	-	-	-	-	-	-	-	-	-	-
Mohammad Salim Balwa	105886	0.044	-	-	-	-	-	-	-	-	-	-	-
Wahida Asif Balwa	68500	0.028	-	-	-	-	-	-	-	-	-	-	-
Usman Balwa	74445	0.031	-	-	-	-	-	-	-	-	-	-	-
Ishaq Balwa	74340	0.031	-	-	-	-	-	-	-	-	-	-	-
Salim Balwa	74340	0.031	-	-	-	-	-	-	-	-	-	-	-
Mohammed Yusuf Balwa	69840	0.029	-	-	-	-	-	-	-	-	-	-	-
Abdul Hafeez Salim Balwa	7000	0.003	-	-	-	-	-	-	-	-	-	-	-
TOTAL	151709527	62.365	105409641	43.332	-	-	-	-	3000000	1.233	-	108409641	44.565

For Neelkamal Tower Construction LLP

Balwa

Designated Partner

Place: Mumbai
Date: 02.01.2020



Annexure - II
Disclosure of reasons for encumbrance

Name of listed company	D B Realty Limited ("Company")	
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited National Stock Exchange of India Ltd.	
Name of the promoter(s) / PACs whose shares have been encumbered	Neelkamal Tower Construction LLP	
Total promoter shareholding in the listed company	No of Shares	151709527
	% of total share capital	62.367
Encumbered shares as a % of promoter shareholding	71.459 (including other Promoters / Promoter Group / PACs)	
Whether encumbered share is 50% or more of promoter shareholding	Yes (including other Promoters / Promoter Group / PACs)	
Whether encumbered share is 20% or more of total share capital	Yes (including other Promoters / Promoter Group / PACs)	

Details of all the existing events/ agreements pertaining to encumbrance

	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	No. and % of shares encumbered	Specific details about the encumbrance				Security Cover / Asset Cover			End use of money
			Name of the entity in whose favour shares encumbered (X)	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.	Names of all other entities in the agreement	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	Value of shares on the date of event / agreement (A) *	Amount involved (against which shares have been encumbered) (B)	Ratio of A / B	
Encumbrance (please refer below note **) Date of creation of encumbrance: 31.12.2019 Promoter -Neelkamal Tower Construction LLP	Pledge	30,00,000 shares 1.233%	Anand Rathi Global Finance Ltd.	YES	1.Neelkamal Tower Construction LLP - Borrower and Promoter of the Company 2.Anand Rathi Global Finance Ltd.- Lender	No	INR 3,31,50,000	INR 6,00,00,000	0.55	Amount Borrowed- INR 6,00,00,000 Purpose of Raising Money- General Corporate Purpose of Neelkamal Tower Construction LLP Repayment Schedule- Bullet repayment on completion of 365 days from the date of first disbursement To maintain security cover for aforesaid facility, the Promoter i.e. Neelkamal Tower Construction was obligated to pledge additional shares from time to time.

Note-

* Closing price is taken for calculation

** . Total 2,40,00,000 shares of D B Realty Ltd. ("the Company") were pledged with Anand Rathi Global Finance Ltd, ("Lender") against total loan facility of Rs. 6,00,00,000/- ("Financial facility"), out of which 50,00,000 shares were released by Lender on 06.08.2019 upon partial repayment of above Financial facility. Since we have again taken disbursement of Rs. 3,00,00,000/- under the said Financial facility, additional 30,00,000 shares of the Company have been pledged by us on 31.12.2019 as security as per agreement with Lender.

Place Mumbai
Date 02.01.2020

Neelkamal Tower Construction LLP
Promoter

