



MUNDHRA

MUNDHRA HOMES PRIVATE LIMITED

July 29, 2022

1. BSE Limited
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001.
Email: corp.relations@bseindia.com
2. National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla complex
Bandra (East).
Mumbai – 400 051.
Email: takeover@nse.co.in
3. Kesoram Industries Limited
9/1, R.N. Mukherjee Road
Kolkata – 700 001.
Email: corporate@kesoram.net

Dear Sirs,

Ref.: Regulation 29 (1) of Securities and Exchange Board of India (SAST) Regulations, 2011

Please find enclosed herewith a disclosure under Regulation 29(1) of Securities and Exchange Board of India SAST Regulations, 2011 in the prescribed format.

Kindly acknowledge the receipt.

Thanking you,

Yours truly,
For Mundhra Homes Private Limited

(Vijay Mundhra)

Director *

DIN-00282912

9643401830

Encl.: as above

CIN NO U45400DL2022PTC392178

Plot No. 16, 23, 24 1st Floor, Village Pitampura, New Delhi-110034

E-mail : info@mundhrainternational.com

**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES
AND TAKEOVERS) REGULATIONS, 2011**

(Part-A- Details of Acquisition /

Name of the Target Company (TC)	Kesoram Industries Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with acquirer	Mundhra Homes Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	NO		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
Details of acquisition			
a) Shares carrying voting rights acquired	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	NIL	NIL	NIL
c) VRs acquired otherwise than by shares	NIL	NIL	NIL
d) Convertible securities that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired 1,08,92,709 optionally convertible redeemable preference share of Rs.100 each (OCRPS) shall entitle the acquirer to receive 1,67,58,014 equity shares.	1,08,92,709	N.A.	5.34
e) Total (a+b+c+/-d) (OCRPS)	1,08,92,709	N.A.	5.34



After the acquisition, holding of Acquireer alongwith PACs of			
a) Shares carrying voting rights	NIL	NIL	NIL
b) VRs otherwise than by shares	NIL	NIL	NIL
c) Convertible securities that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition (OCRPS)	1,08,92,709	NIL	NIL
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/others)	NIL	NIL	NIL
e) Total (a+b+c+d) (OCRPS)	10,892,709.00	N/A.	5.34
Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/ inter-se transfer/encumbrance, etc.)	Off Market Acquisition		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	As per Annexure Attached		
Date of acquisition of convertible securities that entitles the acquirer to receive shares in the TC.	27-Jul-22		
Equity share capital/ total voting capital of the TC before the said acquisition.	No. of Equity Shares - 24,44,94,232 shares of Rs.10/- each fully paid up Amount - Rs. 244,49,42,320/-		
Equity share capital/ total voting capital of the TC before the said acquisition.	No. of Equity Shares - 24,44,94,232 shares of Rs.10/- each fully paid up		
Total diluted share /voting capital of the TC after the said acquisition.	No. of Equity Shares - 31,35,66,840 shares of Rs.10/- each fully paid up Amount - Rs.313,56,68,400/-		



For Mundhra Homes Private Limited



(Vijay Mundhra)
Director
DIN- 00282912
96434-01830

Place: New Delhi

Date: 29.07.2022

(* Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

() Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.**

(*) Part –B shall be disclosed to the Stock Exchanges but shall not be disseminated.**

Annexure

Salient Features of Optionally Convertible Redeemable Preference Shares (OCRPS)

- (i) **Period:** Average maturity of 9 years, till 2032
- (ii) **Rate of dividend:** Each OCRPS are Zero Coupon optionally convertible redeemable preference shares.
- (iii) **Face Value:** Each OCRPS shall be of a face value of Rs.100/-
- (iv) **Repayment/Redemption/Ratio** at the time of converted into equity shares
 - Total number of OCRPS issued by the Company 4,48,97,195
 - The OCRPS shall be redeemed by the Company in 5 (five) equal tranches as mentioned below:

S.No.	Redemption Date	Number of OCRPS to be Redeemed
1	March 31, 2028	89,79,439
2	March 31, 2029	89,79,439
3	March 31, 2030	89,79,439
4	March 31, 2031	89,79,439
5	March 31, 2032	89,79,439

- The OCRPS may be converted into Equity Shares of the Company at the option of the Company with Prior consent of the holder thereof in writing in accordance with Applicable Laws. Subject to the foregoing, the relevant date for conversion of the OCRPS shall be arrived on the basis of the date of the special resolution for the issuance of the OCRPS and the conversion price shall be in accordance with Applicable Laws.
- Where the issuer decides to convert OCRPS into Equity Shares, the conversion price per Equity Share shall be Rs.65/- (Rupees Sixty Five) as determined in accordance with the pricing formula provided under the SEBI -ICDR Regulations.

