



# PODDAR

HOUSING AND DEVELOPMENT LIMITED

Date : 25<sup>th</sup> April, 2024

To Department of Corporate Services <b>BSE Limited</b> Phiroz Jeejibhoy Towers Dalal Street, Fort, Mumbai 400 001 Scrip Code : 523628	To The Listing Compliance Department <b>The National Stock Exchange of India</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Scrip Symbol : PODDARHOUS
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**Subject : Disclosures under Regulations 29(1) & 31(1) of the SEBI (SAST) Regulations, 2011**

**Dear Sir / Madam**


Enclosed herewith please find disclosures under Regulations 29(1) and 31(1) of the SEBI (Substantial Acquisition and Takeovers) Regulations, 2011 received by the Company from Poddar Amalgamated Holdings Private Limited and Vistra (ITCL) India Limited for pledge of 5,94,620 equity shares of Rs. 10/- each fully paid of Poddar Housing and Development Limited (Target Company) constituting 8.18% of the total issued share capital of the Target Company.

The pledge has been created in favour of Vistra ITCL (India) Limited, a Debenture Trustee, acting for and on behalf of HDFC Capital Affordable Real Estate Fund – 2. offering security for securing non-convertible debentures (NCDs) aggregating to Rs. 150.00 crores issued by the Target Company on a private placement basis on the terms and conditions as mentioned in the Debenture Trust Deed.

The current pledge is in addition to the earlier pledge of 12,63,080 equity shares of the Target Company and the cumulative number of shares aggregating to amount to 18,57,700 equity shares of the target Company in favour if Vistra ITCL (India) Limited.

You are requested to take a note of the above.

**For Poddar Housing and Development te Limited**

  
**Haroon Mansuri**  
Company Secretary



Encl : a/a

# PODDAR AMALGAMATED HOLDINGS PVT. LTD.

Unit 3, Neeru Silk Mills, Mathuradas Mills Compound, 126, N. M. Joshi Marg,  
Lower Parel (West), Mumbai - 400 013.  
Tel.No. 66164444, Fax No. 91-22-66164409

Date : 25<sup>th</sup> April, 2024

To Department of Corporate Services BSE Limited Phiroz Jeejibhoy Towers Dalal Street, Fort, Mumbai 400 001 Scrip Code : 523628	To The Listing Compliance Department The National Stock Exchange of India Exchange Plaza, 5 <sup>th</sup> Floor, Kuria Complex, Bandra East, Mumbai 400 051 Scrip Symbol : PODDARHOUS	To The Company Secretary and Poddar Housing Development Limited Unit No. 3-5, Neeru Silk Mills, Mathuradas Mill Compound, 126, N M Joshi Marg, Lower Parel (west), Mumbai 400013
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**Subject : Disclosure under Regulations 29(1) and 31(1) of the SEBI (SAST) Regulations, 2011**  
Dear Sir / Madam

Enclosed herewith please find disclosures under Regulations 29(1) and 31(1) of the SEBI (Substantial Acquisition and Takeovers) Regulations, 2011 by our Company for pledge of 5,94,620 equity shares of Rs. 10/- each fully paid of Poddar Housing and Development Limited (Target Company) constituting 8.18% of the total issued share capital of the Target Company.

The pledge has been created in favour of Vistra ITCL (India) Limited, a Debenture Trustee, acting for and on behalf of HDFC Capital Affordable Real Estate Fund - 2, offering security for securing non-convertible debentures (NCDs) aggregating to Rs. 150.00 crores issued by the Target Company on a private placement basis on the terms and conditions as mentioned in the Debenture Trust Deed.

The current pledge is in addition to the earlier pledge of 12,63,080 equity shares of the Target Company and the cumulative number of shares aggregating to amount to 18,57,700 equity shares of the target Company in favour of Vistra ITCL (India) Limited.

You are requested to take a note of the above.

For Poddar Amalgamated Holdings Private Limited

  
Rohitashwa Poddar  
Director  
DIN : 00001262



Encl : a/a



**PODDAR AMALGAMATED HOLDINGS PRIVATE LIMITED**  
 Registered Office : Unit 3-5, Neeru Silk Mills, Mathuradas Mills Compound,  
 126, N. M. Joshi Marg, Lower Parel (West), Mumbai - 400 013  
 Tel. No. 66164444, Fax No. 91-22-66164409  
 CIN: U67120MH1986PTC045261

**ANNEXURE - 2**

**Format for Disclosures under Regulation 29(2) of SEBI  
 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)		Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer		Whether the acquirer belongs to Promoter/Promoter group		Name(s) of the Stock Exchange(s) where the shares of TC are Listed		Before the acquisition under consideration, holding of:		Details of acquisition / sale	
Poddar Housing and Development Limited		Vistra ITCL (India) Limited, acting as a debenture trustee for and on behalf on HDFC Capital Affordable Real Estate Fund - 2		No		BSE and NSE					
		% w.r.t. total share /voting capital wherever applicable (*)		% w.r.t. total diluted share /voting capital of the TC (**)							
a) Shares carrying voting rights	5,94,620	8.18	8.18								
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	12,63,080	17.38	17.38								
c) Voting rights (VR) otherwise than by shares	---	---	---								
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)	---	---	---								
e) Total (a+b+c+d)	18,57,700	25.56	25.56								



# PODDAR AMALGAMATED HOLDINGS PRIVATE LIMITED

Registered Office : Unit 3-5, Neeru Silk Mills, Mathuradas Mills Compound,  
126, N. M. Joshi Marg, Lower Parel (West), Mumbai - 400 013  
Tel. No. 66164444, Fax No. 91-22-66164409  
CIN: U67120MH1986PTC045261

Encumbrance			Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / etc.)
a) Shares carrying voting rights acquired	---	---	
b) VRS acquired otherwise than by equity shares	---	---	
c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	---	---	
d) Shares encumbered/ <del>invoked/</del> released by the acquirer	8.18	8.18	5,94,620
Total (a+b+c+/-d)	8.18	8.18	5,94,620
After the acquisition/sale, holding of:			
f) Shares carrying voting rights	---	---	
g) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	25.56	25.56	18,57,700
h) Voting rights (VR) otherwise than by shares	---	---	
i) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	---	---	
j) Total (a+b+c+d)	25.56	25.56	18,57,700



# PODDAR AMALGAMATED HOLDINGS PRIVATE LIMITED

Registered Office : Unit 3-5, Neeru Silk Mills, Mathuradas Mills Compound,

126, N. M. Joshi Marg, Lower Parel (West), Mumbai - 400 013

Tel. No. 66164444, Fax No. 91-22-66164409

CIN: U67120MH1986PTC045261

Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares whichever is applicable.	Equity share capital / total voting capital of the TC before the said acquisition / sale	Equity share capital/ total voting capital of the TC after the said acquisition/sale	Total diluted share/voting capital of the TC after the said acquisition
23/04/2024	72,66,837 equity shares of Rs. 10/- each fully paid	72,66,837 equity shares of Rs. 10/- each fully paid	72,66,837 equity shares of Rs. 10/- each fully paid

Signature of the acquirer / seller / Authorised Signatory

For Poddar Amalgamated Holdings Private Limited



Rohitashwa Poddar  
Director  
DIN: 00001262

Place: Mumbai

Date: 24<sup>th</sup> April, 2024

Note:

(\*) 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.



April 26, 2024

To,

<p>The Department of Corporate Services, <b>BSE Limited</b> 14th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 Email: corp.relations@bseindia.com</p>	<p><b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no C/1, G Block, Bandra-kurla Complex,Bandra(E), Mumbai:400051 Email: takeover@nse.co.in</p>	<p><b>Mr. Haroon Mansuri</b> Company Secretary <b>Poddar Housing and Development Limited</b> Unit No.3-5, Neeru Silk Mills, Mathurdas Mills, Compound, 126, N. M. Joshi Marg, Lower Parel (W), Mumbai MH 400013</p>
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**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	Poddar Housing and Development Limited ('Target Company')		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ("Vistra") (In our capacity as Debenture Trustee and Security Trustee), The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
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 (BSE) National Stock Exchange of India Limited (NSE)		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of :</b> a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ <del>lien/non-disposal undertaking/ others</del> ) c) Voting rights (VR) otherwise than by shares 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)	----- 12,63,080 ----- -----	----- 17.38% ----- -----	----- ----- ----- -----
<b>Total (a+b+c+d)</b>	<b>12,63,080</b>	<b>17.38 %</b>	-----
<b>Details of acquisition/ Sale</b> a) Shares carrying voting rights acquired/ sold b) VRs acquired/sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares encumbered/ <del>invoked/released</del> (pledge) by the acquirer	----- ----- ----- 5,94,620	----- ----- ----- 8.18 %	----- ----- ----- -----
<b>Total (a+b+c+d)</b>	<b>5,94,620</b>	<b>8.18 %</b>	-----
<b>After the acquisition/ sale holding of:</b> a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting	----- 18,57,700 ----- -----	----- 25.56% ----- -----	----- ----- ----- -----

rights in the TC (specify holding in each category) after acquisition			
<b>Total (a+b+c+d)</b>	<b>18,57,700</b>	<b>25.56%</b>	<b>-----</b>
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Pledge of equity Shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>Pledge date: April 24, 2024</b>		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	72,66,837 equity shares of face value of Rs. 10/- each, capital Rs. 7,26,68,370/- (As confirmed by target company)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	72,66,837 equity shares of face value of Rs. 10/- each, capital Rs. 7,26,68,370/- (As confirmed by target company)		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) 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.

**Note:**

5,94,620 Equity Shares of the Target Company have been pledge by Vistra ITCL (India) Limited on the above-mentioned date.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**For Vistra ITCL (India) Limited**

**Jatin  
Khimji  
Chonani**

Digitally signed by:  
Jatin Khimji Chonani  
DN: CN = Jatin Khimji  
Chonani C = IN O =  
Personal  
Date: 2024.04.26 12:  
21:08 +05'30'

**Jatin Chonani  
Compliance Officer**

**Place: Mumbai**