

March 25, 2022

Listing Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai-400001**

Zuari Agro Chemicals Limited  
Jai Kisaan Bhawan,  
Zuarinagar, Goa-403726

Dear Sir,

**Subject: Disclosure of reasons for encumbrance by promoter of listed companies**

In terms of SEBI Circular SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 7, 2019. Please find enclosed herewith disclosure in the prescribed format.

Kindly take the above information in your record.

Thanking You,

Yours Faithfully,

**For Zuari Global Limited**

  
**Laxman Aggarwal**  
Company Secretary



Encl: as above.

**CC: Through XBRL Mode under Digital Platform of NSE**  
National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block-G,  
Bandra-Kurla Complex, Bandra East,  
Mumbai-400051

## **ZUARI GLOBAL LIMITED**

CIN No.: L65921GA1967PLC000157

Corp. Off : 5th Floor, Tower – A, Global Business Park, M. G. Road, Sector 26,  
Gurugram – 122 002, Haryana India

Tel: +91 124 482 7800 / +91 124 404 3572

Website : [www.adventz.com](http://www.adventz.com), E-mail: [ig.zgl@adventz.com](mailto:ig.zgl@adventz.com)

Regd. Off : Jai Kisaan Bhawan, Zuarinagar, Goa - 403726

**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	ZUARI AGRO CHEMICALS LIMITED ("ZACL")
Name of the recognised stock exchanges where the shares of the company are listed	1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Name of the promoter(s) / PACs whose shares have been encumbered	ZUARI GLOBAL LIMITED ("ZGL") PACs: Zuari Management Services Limited New Eros Tradecom Limited
Total promoter shareholding in the listed company	Total Promoter & Promoter Group Shareholding No. of shares - 2,73,56,419 % of total share capital - 65.04%
Encumbered shares as a % of promoter shareholding	Encumbered shares of Promoter & Promoter Group - 1,46,87,277 % of promoter shareholding - 53.68%
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: 24/09/2018	Encumbrance 2 (Date of creation of encumbrance: 23/03/2022
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Non- Disposal Undertaking	Pledge
No. and % of shares encumbered		No. of shares: 84,11,601 % of total share capital: 20%	No. of shares: 32,52,033 % of total share capital: 7.73 % <b>(Please refer Note 1)</b>
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Aditya Birla Finance Limited	Anand Rathi Global Finance 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.	NBFC	NBFC
	Names of all other entities in the agreement Listed company and its group companies (if any)	Zuari Management Services Limited and Zuari Agro Chemicals Limited	Zuari Agro Chemicals Limited, Zuari Global Limited (ZGL) and Simon India Limited
	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
Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument	No	No	
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	Rs.2,20,38,39,462	Rs. 44,16,26,081
	Amount involved (against which shares have been encumbered) (B)	Rs.1,50,00,00,000	Rs.40,00,00,000
	Ratio of A / B	1.47	1.10



End money	use	of	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>	<p>ZACL has availed financial assistance of Rs.1,50,00,00,000 from Aditya Birla Finance Limited. As per term and condition stipulated in the facility agreement dated 24 September, 2018 entered by the ZACL and Aditya Birla Finance Limited, ZGL is required to furnish NDU in respect of their equity stake in ZACL. Accordingly ZGL has provided NDU to Aditya Birla Finance Limited.</p>	<p>ZGL has created pledge on the equity shares held in Zuari Agro Chemicals Limited as security for loan availed by Zuari Global Limited from Anand Rathi Global Finance Limited for General Corporate Purpose</p>
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For Zuari Global Limited

  
**Laxman Aggarwal**  
 Company Secretary



Place: Gurugram  
 Date: 25th March, 2022

**Note 1**  
 Out of 84,11,601 Shares of ZACL, ZGL has created pledge on 32,52,033 in favour of Anand Rathi Global Finance Limited on 23/03/2022.