

VENKATESH RAJAGOPAL
10, Rajagopalan II Street, Valmiki Nagar, Thiruvannamipur, Chennai – 600041

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra - Kurla Complex,
Bandra (East), Mumbai - 400051.

CELEBRITY FASHIONS LIMITED

SDF-IV & C2, Third Main Road, MEPZ-SEZ,
Tambaram Chennai - 600 045.

Dear Sir/ Madam,

Sub: Disclosure under Regulation 31(1) of the SEBI (Substantial Acquisition of Shares & Takeovers] Regulation, 2011.

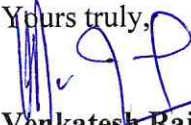
Ref.: Celebrity Fashions Limited - BSE Scrip Code : 532695
NSE Symbol : CELEBRITY

Pursuant to the provisions of Regulation 31(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulation, 2011, please find enclosed herewith the requisite disclosures in prescribed format relating to creation of pledge on 13,38,039 equity shares held by me in Celebrity Fashions Limited.

Request you to kindly take the same on record.

Thanking You,

Yours truly,


Venkatesh Rajagopal on behalf of
Promoter and Promoter group

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

[illegible]

| | | | | | | | | | | | | | |
|-------------------|-------|------|---|---|---|---|---|---|---|---|---|---|---|
| Vidyuth Rajagopal | 32000 | 0.06 | - | - | - | - | - | - | - | - | - | - | - |
| Rajagopalan K.A. | 646 | 0.00 | - | - | - | - | - | - | - | - | - | - | - |
| Anjali Rajagopal | 100 | 0.00 | - | - | - | - | - | - | - | - | - | - | - |

Place : Chennai

Date: 22-07-2024

Signature:

Name : Venkatesh Rajagopal

DIN : 00003625

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For Example, for the purpose of collateral for loans taken by the company, personal borrowing, third party, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

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 | Celebrity Fashions 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 | Venkatesh Rajagopal |
| Total promoter shareholding in the listed company as on 30 th June 2024. | No. of shares – 1,99,76,325 % of total share capital – 35.32% |
| Encumbered shares as a % of promoters shareholding | No. of shares – 1,55,06,579 77.62% |
| 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: 26 th September 2013) | Encumbrance 2 (Date of creation of encumbrance: 21 st August 2017) | Encumbrance 3 (Date of creation of encumbrance: 05 th March 2019) | Encumbrance 4 (Date of creation of encumbrance: 10 th January 2023) | Encumbrance 5 (Date of creation of encumbrance: 18 th July 2024) |
|--|--|--|--|---|---|--|
| 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: 53,52,516, 9.46%: | No. of shares: 61,83,421, 10.93%: | No. of shares: 15,62,050, 2.76%: | No. of shares: 10,70,553, 1.89%: | No. of shares: 13,38,039, 2.37%: |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | State Bank of India (Lender) & SBICAP Trustee Company Limited (Trustee) | State Bank of India (Lender) & SBICAP Trustee Company Limited (Trustee) | State Bank of India (Lender) & SBICAP Trustee Company Limited (Trustee) | State Bank of India (Lender) & SBICAP Trustee Company Limited (Trustee) | State Bank of India (Lender) & SBICAP Trustee Company Limited (Trustee) |
| | 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 Schedule Commercial Bank State Bank of India | YES Schedule Commercial Bank State Bank of India | YES Schedule Commercial Bank State Bank of India | YES Schedule Commercial Bank State Bank of India | YES Schedule Commercial Bank State Bank of India |

| | | | | | | |
|------------------------------|--|--|--|--|--|--|
| | Names of all other entities in the agreement | Listed company and its group companies (if any) – Nil Other entities (if any) – Nil | Listed company and its group companies (if any) – Nil Other entities (if any) – Nil | Listed company and its group companies (if any) – Nil Other entities (if any) – Nil | Listed company and its group companies (if any) – Nil Other entities (if any) – Nil | Listed company and its group companies (if any) – Nil Other entities (if any) – Nil |
| | 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) | 2.19 Crores | 10.32 Crores | 1.46 Crores | 1.82 Crores | 2.43 Crores |
| | Amount involved (against which shares have been encumbered) (B) | 200.39 Crores | 136.11 Crores | 210.10 Crores | 99.46 Crores | 85.57 Crores |
| | Ratio of A / B | 0.01:1 | 0.08:1 | 0.01:1 | 0.01:1 | 0.03:1 |
| End use of money | Borrowed amount to be utilized for what purpose – | b) For the benefit of listed company. | b) For the benefit of listed company. | b) For the benefit of listed company. | b) For the benefit of listed company. | b) For the benefit of listed company. |

| | | | | | |
|--|--|--|--|---|---|
| (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) Any other reason (please specify) | Total borrowing of Rs. 200.39 Crores includes term loans and working capital facility from State Bank of India. Repayable as per the Bank's sanctioned letter | Total borrowing of Rs. 136.11 Crores includes term loans and working capital facility from State Bank of India. Repayable as per the Bank's sanctioned letter | Total borrowing of Rs. 210.10 Crores includes term loans and working capital facility from State Bank of India. Repayable as per the Bank's sanctioned letter | Total borrowing of Rs. 99.46 Crores includes term loans and working capital facility from State Bank of India. Repayable as per the Bank's sanctioned letter | Total borrowing of Rs. 85.57 Crores includes term loans and working capital facility from State Bank of India. Repayable as per the Bank's sanctioned letter |
|--|--|--|--|---|---|


Venkatesh Rajagopal

(on behalf of Promoter and Promoter group)

Place: *Chennai*

Date: *22-07-2024*