

CASTLE EQUIPMENTS PVT. LTD.

1. Parijat Mulund Sahakar Vishwa Chs., Hira Nagar, Nahur Road, Mulund (W), Mumbai- 400080
CIN: - U29268MH2009PTC191650

04.10.2019

To,
Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
1st Floor, New Trading Wing,
Rotunda Building, P. J. Tower, Dalal Street,
Mumbai - 400 001.
FaxNo.022- 22723121/22722037(Day)
022-22721072 (Night)
Email: corp.relations@bseindia.com

To,
The Manager
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.
Fax No. : 022-26598237/38
Email: takeover@nse.co.in

Ref : Code No. 522029 (BSE) and WINDMACHIN (NSE)
Re: Disclosures pursuant to SEBI Circular dated 7th August, 2019.

Dear Sir/Madam,

Enclosed herewith please find disclosures dated 04.10.2019 pursuant to SEBI Circular dated 7th August, 2019 (SEBI/HO/CFD/DCR1/CIR/P/2019/90) for your reference and perusal.

Please receive the above in order, take on record and acknowledge.

For Castle Equipments Private Limited,



Bhikamchand J. Jain,
Director

CC to : Compliance Officer,
Windsor Machines Ltd.


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(TC) Names of the stock exchanges where the shares of the target Company are listed Date of Reporting Name of the promoters or PAC on whose Shares encumbrance has been created/released/invoked			Windsor Machines Limited BSE Ltd National Stock Exchange of India Ltd 04.10.2019 NA										
Details of the creation/invocation/release of encumbrances			Disclosure pursuant to SEBI Circular dated 7th August, 2019- SEBI/HO/CFD/DCR1/CIR/P/2019/90										
Name of the Promoter (s) or PACs with him	Promoters Holding in the Target Company (Ordinary Equity Shares)		Promoters Holding already encumbered		Details of events pertaining to encumbrances*							Post event holding of encumbered shares {creation[(2)+(3)]/release[(2)-(3)]/invocation [(2)+(3)]}	
	1		2		3							4	
	Number of Shares	% of Total Share Capital	No of Shares	% of Total Share Capital	Type of event (Creation/release/invocation)	Date of creation/invocation/release of encumbrances	Type of encumbrances/Pledge/Lien/non disposal undertaking/others)	Reason for encumbrance	No of Shares	% of Total Share Capital	Name of entity in whose favour shares encumbered	No. of Shares	% of Total Share Capital
Castle Equipments Private Limited	3,50,00,000	53.90	1,94,79,539	30.00	-	-	-	-	-	-	-	1,94,79,539	30.00
Ghodbunder Developers Private Limited	30,00,012	4.62	-	-	-	-	-	-	-	-	-	-	-
Total	3,80,00,012	58.52	1,94,79,539	30.00	-	-	-	-	-	-	-	1,94,79,539	30.00

*encumbrance created on 12.12.2014

Date: 04.10.2019

Place: Mumbai


Bhikamchand J. Jain

Castle Equipments Private Limited

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	Winsor Machines Limited
Name of the recognised stock exchanges where the shares of the company are listed	Bombay Stock Exchange, National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Castle Equipments Private Limited
Total promoter shareholding in the listed company	Castle Equipments Private Limited - No. of shares – 3,50,00,000 (% of total share capital 53.90%), Ghodbunder Developers Private Limited -No. of shares - 30,00,012 (% of total share capital 4.62%)
Encumbered shares as a % of promoter shareholding	51.26%
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: 12.12.2014)***
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
No. and % of shares encumbered		No. of shares: 1,94,79,539 % of total share capital: 30.00%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Yes Bank 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.	Bank
	Names of all other entities in the agreement	Windsor Machines Limited, Castle Equipments Private Limited and Yes Bank 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 If yes, 1. Name of the issuer 2. Details of the debt instrument
		3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)*	Rs. 39,44,60,665^
	Amount involved (against which shares have been encumbered) (B)	Rs. 80,00,00,000
	Ratio of A / B	0.49
End use of money	Borrowed amount to be utilized for what purpose – (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)	Purpose - For benefit of listed Company-Facilities/ Term Loan granted to the Company. Schedule for utilization of amount - the amount is being used by listed company. Repayment - in 26 quarterly payments starting at the end of 9 months from the date of disbursement.

^In addition to shares, moveable and immovable property of the Company is provided as security

*The above position is as on the date of this report of shares presently under pledge

***Renewed after 30.06.2016 for 7 years loan



Signature of Authorised Signatory: Bhikamchand J. Jain

Place: Mumbai

Date: 04.10.2019