

# GUILD BUILDERS PRIVATE LIMITED

Regd. Office: 7, Local Shopping Centre, Kalkaji, New Delhi

CIN: U45201DL2003PTC451103

Email ID: [secretarial\\_1@omaxe.com](mailto:secretarial_1@omaxe.com) Phone No.: 011-41893100

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April 17, 2026

To,

|   |   |
|---|---|
| <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers, Dalal Street,<br>Mumbai – 400001 | <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Bandra Kurla Complex, Bandra (E),<br>Mumbai - 400051 |
|---|---|

**Subject: Disclosure of reason for Encumbrance of shares in terms of circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019 issued by Securities and Exchange Board of India- Annexure II - Omaxe Limited**

Dear Sir/ Madam,

In compliance with Circular No.: SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019 issued by Securities and Exchange Board of India, please find attached the disclosure for providing Non-Disposal Undertaking (NDU) in favor of Catalyst Trusteeship Limited on 3,52,57,799 equity shares of Omaxe Limited held by Guild Builders Private Limited (Holding Company of Omaxe Limited).

Kindly take the same on your record.

**For Guild Builders Private Limited**

**Shaha Nawaz**  
**Director**  
**DIN: 09266490**

**Place: New Delhi**

**Copy to: Omaxe Limited**  
**CIN: L74899HR1989PLC051918**  
**Add: Shop No. 19-B, First Floor, Omaxe Celebration Mall,**  
**Sohna Road, Gurugram, Haryana, 122001**

**Encl: Annexure-II SEBI circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019**

| 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  | Omaxe 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                  | <b>Fresh Encumbrance by:</b><br>M/s Guild Builders Private Limited<br><b>Existing Encumbrance by:</b><br>M/s Dream Home Developers Private Limited |
| Total promoter shareholding in the listed company                                 | No. of shares : 13,56,06,918<br>% of total share capital – 74.14%  |
| Encumbered shares as a % of promoter shareholding                                 | 41.02% (Including fresh and existing encumbrance by all Promoter/Promoter Group)   |
| Whether encumbered share is 50% or more of promoter shareholding                  | No   |
| Whether encumbered share is 20% or more of total share capital                    | Yes (Including fresh and existing encumbrance by all Promoter/Promoter Group)  |

**Details of all the existing events/ agreements pertaining to encumbrance**

|  |  | Encumbrance 1 (Date of Creation of encumbrance:28.08.2017 & 30.09.2023)   | Encumbrance 2 (Date of Creation of encumbrance: 03.10.2017)  | Encumbrance 3 (Date of creation of encumbrance: 15.04.2026)  |
|--|--|---|--|--|
| 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   | Non-disposal Undertaking   |
| No. and % of shares encumbered   |  | No. of shares: 1,26,36,667<br>% of total share capital: 6.91  | No. of shares: 77,31,000<br>% of total share capital: 4.23   | No. of Shares: 3,52,57,799<br>% of total share capital: 19.28  |
| Specific details about the encumbrance   | Name of the entity in whose favour shares encumbered (X)   | Venus India Asset-Finance Pvt. Ltd.   | Rama Shankar Khemka  | Catalyst Trusteeship 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  | No. Individual.  | SEBI-registered, Non-banking financial services company  |
|  | Names of all other entities in the agreement   | <b>Listed Companies and its group companies:</b><br>1. Omaxe Limited<br>2. Guild Builders Pvt. Ltd.<br>3. Dream Home Developers Private Ltd.<br><b>Other entities (if any) – Not Applicable</b> | <b>Listed Companies and its group companies:</b><br>1. Omaxe Limited<br>2. Guild Builders Pvt. Ltd.<br><b>Other entities (if any) – Not Applicable</b> | <b>Listed Companies and its group companies:</b><br>1. Guild Builders Private Limited<br>2. Omaxe Limited<br>3. Secure Properties Pvt. Ltd.<br><b>Other entities (if any) – Not Applicable</b>       |
|  | 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.  | Yes. Upto 750 Unlisted, Unrated, Senior, Secured, Redeemable, Non-Convertible Debentures (NCDs) having a face value of Rs. 10 Lakh each. Credit Rating details: NA                                   |
| Security Cover / Asset Cover   | Value of shares on the date of event / agreement (A)   | Rs. 63,18,33,350/-  | Rs. 1,53,15,00,000/-   | Rs. 2,73,77,68,092/-   |
|  | Amount involved (against which shares have been encumbered) (B) *  | Rs. 40,00,00,000/-  | Rs. 45,00,00,000/-   | Rs. 75,00,00,000/-   |
|  | Ratio of A / B   | 1.58  | 3.4  | 3.65   |
| End use of money   | Borrowed amount to be utilized for what purpose –  |   |  |  |
|  | (a) Personal use by promoters and PACs   | No.   | No.  | No.  |
|  | (b) For the benefit of listed company  | Yes.  | Yes.   | Yes.   |
|  | Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.  | The Company has borrowed the funds for general corporate purpose.<br>Repayment schedule : 24 equal Monthly Installments starting from July-25 to June-27.                                       | The Company has borrowed the funds: as investment<br>Repayment Schedule: Repayment by December, 2026   | The Company has borrowed the funds for general corporate purpose/Land Acquisition & project related expenses<br>Repayment schedule : 24 equal Monthly Installments starting from May-27 to April-29. |
|  | (a) Any other reason (please specify)  | No.   | No.  | No.  |