

Date: 12.02.2024

To,  
The Manager  
The Department of Corporate Services  
BSE Limited  
Floor 25, P.J. Towers,  
Dalal Street, Mumbai-400 001

To,  
The Manager  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051

Dear Sir,

**Sub: Disclosure under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011**

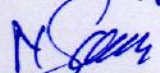
I would like to inform you that I have transferred 1,07,00,000 equity shares of PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA) on February 12, 2024 to my son Mr. Vaibhav Jain (i.e. transfer amongst promoter group between relatives) without consideration as a gift as per Regulation 3(2) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

I am enclosing herewith disclosure under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

This is for your information and record.

Thanking you,

Yours faithfully,

  
(Naveen Kumar Jain)

Address: D-53, Kamla Nagar, Agra-282005

Encl: As stated above

Cc to:  
PNC Infratech Limited,  
NBCC Plaza, Tower-II, 4<sup>th</sup> Floor,  
Pushp Vihar, Sector-V, Saket,  
New Delhi-17

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

Name of the Target Company(TC)	PNC Infratech Limited (The "Company")		
Name(s) of the acquirer/Seller and Persons Acting in Concert (PAC) with the acquirer	Naveen Kumar Jain (The "Seller/ Transferor")		
Whether the acquirer/Seller belongs to Promoter / Promoter group	Seller is the promoter and part of the Promoter Group of the Company		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited; and National Stock Exchange of India Limited		
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><u>Before the acquisition-/ disposal under consideration holding of:</u></b>			
a) Shares carrying voting rights	1,80,96,000	7.05%	7.05%
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
<b>e)Total (a+b+c+d)</b>	<b>1,80,96,000</b>	<b>7.05%</b>	<b>7.05%</b>
<b><u>Details of acquisition-/ sale</u></b>			
a) Shares carrying voting rights acquired-/ sold	1,07,00,000	4.17%	4.17%
b) VRs acquired / sold otherwise than by shares	Nil	Nil	Nil
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) after acquisition.	Nil	Nil	Nil
d) Shares encumbered / invoked / released by the acquirer.	Nil	Nil	Nil
<b>e)Total (a+b+c+/-d)</b>	<b>1,07,00,000</b>	<b>4.17%</b>	<b>4.17%</b>

*M. S. Jain*

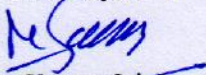
<b>After the acquisition/ sale, holding of:</b>			
a) Shares carrying voting rights	73,96,000	2.88%	2.88%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>73,96,000</b>	<b>2.88 %</b>	<b>2.88%</b>
Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off market transfer by way of gift to my son Mr. Vaibhav Jain		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>12<sup>th</sup> February, 2024</b>		
Equity share capital / total voting capital of the TC before the said acquisition/ sale (*)	Number: 25,65,39,165 equity shares of Rs.2 each Amount: Rs.51,30,78,330/-		
Equity share capital / total voting capital of the TC after the said acquisition/ sale	Number: 25,65,39,165 equity shares of Rs.2 each Amount: Rs.51,30,78,330/-		
Total diluted share / voting capital of the TC after the said acquisition/ sale	Number: 25,65,39,165 equity shares of Rs.2 each Amount: Rs.51,30,78,330/-		

**Note:**

(\*) Total share capital / voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under regulation 31(1)(b) of SEBI (Listing Obligation & Disclosure Requirement), 2015. – **The paid – up share capital of the Company is as on 31<sup>st</sup> December, 2023.**

(\*\*) 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.

Yours faithfully, . . .



(Naveen Kumar Jain)

Address: D-53, Kamla Nagar, Agra-282005

Place: Agra

Date: 12.02.2024