

**F. No. O-17034/18/2015-PS**  
**Government of India**  
**Ministry of Housing Urban Affairs**  
**PS Desk**

Date: February 10, 2020

To:

The Company Secretary  
**NBCC (India) Limited**  
NBCC Bhawan, Lodhi Road  
New Delhi-11003

The Managing Director  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai, India 400 001

The Managing Director  
**The National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G  
Block, Bandra Kurla Complex,  
Bandra (East)  
Mumbai, India 400 051

**Subject: Disclosure of change in shareholding under regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations")**

Dear Sirs,

This is with reference to the setting up of the central public sector enterprise exchange traded fund ("CPSE ETF") comprising equity shares of central public sector enterprises ("CPSE"), which was launched as the CPSE ETF mutual fund scheme ("Scheme") in March 2014. The proceeds of the Scheme were utilized for the purchase of the CPSE shares as represented in the constituent companies of the Nifty CPSE Index. The President of India, represented through different departments and ministries of the Government of India, had sold the shares at a discounted rate to the Scheme for the benefit of unit holders of the Scheme and the Scheme had in turn created and allotted units of the Scheme to unit holders of the Scheme.

The President of India acting through Ministry of Housing and Urban Affairs on January 28, 2020 transferred 250,920,000 equity shares of NBCC (India) Limited to the Department of Investment and Public Asset Management (DIPAM) in DIPAM ESCROW POOL DEMAT ACCOUNT.

The Department of Investment and Public Asset Management ("DIPAM"), along with Nippon Life India Asset Management Limited (formerly Reliance Nippon Life Asset Management Limited), as the asset management company of the Scheme ("AMC"), has formulated a sixth Further Fund Offer ("FFO 6") of the Scheme, which has been offered to the public for subscription in accordance with the SEBI (Mutual Funds) Regulations, 1996 and other applicable laws, rules and regulations, as framed from time to time.


In regard to the FFO 6, we wish to inform you that the President of India, acting through the Ministry of Housing and Urban Affairs, Government of India, has sold 5,75,23,885 equity shares of the Company to the AMC and remaining 193,396,115 equity share was returned to the President of India acting through Ministry of Housing and Urban Affairs on February 4, 2020.

As required under regulation 29(2) of the SEBI Takeover Regulations, we enclose with this letter, a disclosure of the change in our shareholding in the Target Company, pursuant to the above transaction of shares. The enclosed disclosure is in the relevant format notified by SEBI in respect of regulation 29(2) of the SEBI Takeover Regulations.

This letter is intended for the information and records of the Target Company and the Stock Exchanges.

Sincerely,

**For and on behalf of the President of India:**  
**Ministry of Housing and Urban Affairs, Government of India**

  
[C. V. Sarada]  
[Under Secretary, Government of India]  
नई दिल्ली/New Delhi

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

Name of the Target Company (TC)	NBCC (India) Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	The President of India acting through the Ministry of Housing and Urban Affairs		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
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	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
	<b>Before the acquisition under consideration, holding of :</b>		
a) Shares carrying voting rights	91,81,82,978	51.01%	51.01%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	91,81,82,978	51.01%	51.01%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	19,33,96,115	10.74%	10.74%
b) VRs acquired /sold otherwise than by shares			
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) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	19,33,96,115	10.74%	10.74%

<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	1,111,579,093	61.75%	61.75%
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
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			
<b>e) Total (a+b+c+d)</b>	<b>1,111,579,093</b>	<b>61.75%</b>	<b>61.75%</b>
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	04.02.2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,80,00,00,000		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,80,00,00,000		
Total diluted share/voting capital of the TC after the said acquisition	1,80,00,00,000		

(\* ) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) 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.

Place: New Delhi  
Date: 10.02.2020

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*C. V. Sarada*  
Signature of the acquirer / seller / Authorized Signatory

सौ. वी. शारदा/C. V. SARADA  
अवर सचिव/Under Secretary  
आवासन और शहरी कार्य मंत्रालय  
Ministry of Housing and Urban Affairs  
भारत सरकार/Govt. of India  
नई दिल्ली/New Delhi