

**Annexure 2**

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

Name of the Target Company (TC)	PTC India Ltd		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the Acquirer	Life Insurance Corporation of India		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE & BSE		
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 (**)
Before the Acquisition/ sale under consideration, holding of :			
a) Shares carrying voting rights	42,498,922 ✓	14.357 % ✓	
b) Shares in nature of encumbrance (pledge/ Lien/non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than 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)	42,498,922	14.357 % ✓	
Details of Acquisition/sale			
f) Shares carrying voting rights acquired/sold	6,174,700 ✓	2.086 % ✓	
g) VRs acquired /sold otherwise than by shares			
h) 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			
i) Shares encumbered / invoked/ released by the acquirer			
j) Total (f+g+h+/-i)	6,174,700 ✓	2.086 % ✓	

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After the Acquisition/sale, holding of:			
k) Shares carrying voting rights	36,324,222 ✓	12.271 % ✓	
l) Shares encumbered with acquirer			
m) VRs otherwise than shares			
n) Warrants/ convertible securities/ any instruments that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) after Acquisition			
o) Total (k+l+m+n)	36,324,222 ✓	12.271 % ✓	
Mode of Acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment /Inter-se transfer etc).	Open Market ✓		
Date of Acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	25.06.2014 – 30.12.2014 ✓		
Equity share capital / total voting capital of the TC before the said Acquisition / sale	296.00 Crore. ✓		
Equity share capital/ total voting capital of the TC after the said Acquisition / sale	296.00 Crore. ✓		
Total diluted share/voting capital of The TC after the said Acquisition	NA		

(\*) 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.

  
Signature of the acquirer / seller / Authorized Signatory

Place: MUMBAI

Date: 31.12.2014