



Gaurang Gandhi

21<sup>st</sup> November, 2016.

**The Listing Department**  
**BSE limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

**Sub: Compliance of Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 (Takeover Regulations).**

**Unit: Pioneer Investcorp Limited**  
**Stock Code: 507864**

Dear Sir/Madam,

As required under Regulation 29 (2) read with Regulation 29(3)(a) of the Takeover Regulations, I, Gaurang Gandhi, the undersigned, Promoter and Managing Director of Pioneer Investcorp Ltd., hereby intimate that I have acquired 1,00,000 Equity Shares constituting 0.81% of the total paid-up equity share capital of Pioneer Investcorp Limited.

Please find attached as Annexure, disclosure relating to the aforesaid acquisition of shares in the format as prescribed under the Takeover Regulations.

Kindly take the above on record.

Please acknowledge receipt.

Thanking You,

Yours faithfully

**Gaurang Gandhi**

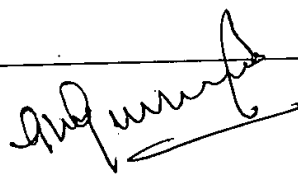
Encl.: As above

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

<b>1. Name of Target Company (TC)</b>	Pioneer Investcorp Limited		
<b>2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>	Gaurang Gandhi – Acquirer Sulochana Gandhi – Person Acting in Concert Hemang Gandhi – Person Acting in Concert Ketan Gandhi – Person Acting in Concert Ami Gandhi – Person Acting in Concert		
<b>3. Whether the acquirer belongs to Promoter/Promoter group</b>	Yes		
<b>4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>	BSE Limited		
<b>5. Details of the acquisition / disposal as follows</b>	<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>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	63,14,778 equity Shares	51.35%	46.32%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) 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)	Nil	Nil	Nil
e) Total (a+b+c+d)	63,14,778 equity Shares	51.35%	46.32%
<b>Details of acquisition/sale</b>	<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>
a) Shares carrying voting rights acquired/sold	1,00,000 equity shares	0.81 %	0.73%
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the	Nil	Nil	Nil

*X Gaurang Gandhi*

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	Nil	Nil	Nil
e) Total (a+b+c+d)	1,00,000 equity shares	0.81%	0.73 %
After the acquisition/sale, holding of:	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
a) Shares carrying voting rights	64,14,778 equity shares	52.17%	47.05%
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
e) Total (a+b+c+d)	64,14,778 equity shares	52.17 %	47.05%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off - Market		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Acquisition of Shares – 18/11/2016		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Equity share capital: 12,29,69,080 Total Voting Capital: 12,29,69,080		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Equity share capital: 12,29,69,080 Total Voting Capital: 12,29,69,080		

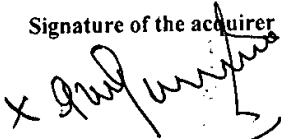


<b>10. Total diluted share/voting capital of the TC after the said acquisition</b>	Equity share capital: 13,63,25,080 * Total Voting Capital: 13,63,25,080 *

*(\*)Fully Diluted Share / voting Capital represents the Paid up Equity Share Capital, the vested Employee Stock Options of the Target Company*

\* Fully Diluted Voting Capital represents paid up Share capital of Pioneer Investcorp Limited as on 30<sup>th</sup> September, 2016, plus vested Stock options as on 31<sup>st</sup> March, 2016 as disclosed in the Annual Report of the Company for the year 2015-16.

Signature of the acquirer



Place: Mumbai  
Date: 21/11/2016