

Date: 28/10/2017

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: Notice under Reg. 10(5) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011

In compliance with Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeover) Regulations, 2011, I am enclosing herewith information / notice about my proposed acquisition of Equity Shares in PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA).

This is to inform you that, I am part of Promoter Group of PNC Infratech Limited, being son of Mr. Naveen Kumar Jain, promoter of the Company and willing to acquire 2,97,69,000 Equity Shares through inter-se transfer from Mr. Naveen Kumar Jain, Mrs. Renu Jain and Naveen Kumar Jain HUF also part of the Promoter & Promoter Group of PNC Infratech Limited.

Date of Acquisition will be on or after November 03, 2017 (Advance clear notice of four working days).

You are hereby requested to take on record the above notice in advance.

Please acknowledge the receipt and oblige.

Thanking you,



Vaibhav Jain

S/o: Mr. Naveen Kumar Jain

R/o: D-53, Kamla Nagar, Agra-282005

Encl: As stated above

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company(TC)	PNC Infratech Limited ('PNC')
2.	Name of the acquirer(s)	Vaibhav Jain
3.	Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Vaibhav Jain is the son of Mr. Naveen Kumar Jain, Promoter of Target Company
4.	Details of the proposed acquisition	
a	Name of the person(s) from whom shares are to be acquired	Mr. Naveen Kumar Jain, Mrs. Renu Jain and Naveen Kumar Jain HUF
b	Proposed date of acquisition	Within 30 days of filing this intimation with stock exchange
c	Number of shares to be acquired from each person mentioned in 4(a)above	Mr. Naveen Kumar Jain - 18096000; Mrs. Renu Jain - 11671500; and Naveen Kumar Jain HUF - 1500
d	Total shares to be acquired as% of share capital of TC	11.60%
e	Price at which shares are proposed to be acquired	Nil
f	Rationale, if any, for the proposed transfer	Inter-se promoter group share realignment pursuant to internal re-organization of promoters' shareholding
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open	10(1)(a)(i)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	NSE : Rs. 150.49/-
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Acquirer declares that the acquisition price would not be higher by more than 25% of the price computed in point 6
9.	Declaration by the acquirer, that the transferor and transferee have complied/will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	We confirm that Transferor and Transferee have complied and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)

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10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We confirm that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	%w.r.t total share capital of TC
a	Acquirer(s) and PACs (other than sellers)(*)				
	<u>Acquirer:-</u> Vaibhav Jain	0	0	2,97,69,000	11.60
	<u>PAC with Acquirer:-</u> Refer Table Below	14,38,41,000	56.07	14,38,41,000	56.07
b	Seller (s)				
	- Naveen Kumar Jain	1,80,96,000	7.05	-	-
	- Renu Jain	1,16,71,500	4.55	-	-
	- Naveen Kumar Jain (HUF)	1,500	0	-	-
		2,97,69,000	11.60	-	-

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



Vaibhav Jain

S/o: Mr. Naveen Kumar Jain

R/o: D-53, Kamla Nagar, Agra-282005

Sr. No.	Name of the shareholder	Details of Shares held					
		Before proposed Acquisition		Inter se transaction shall be executed on or after 03.11.2017		After proposed Acquisition	
		Number of shares held	As a % of grand total	Number of shares transferred	As a % of grand total	Number of shares held	As a % of grand total
1	PPPL Constructions Pvt. Ltd.	23921250	9.33	-	-	23921250	9.32
2	Madhavi Jain	17998500	7.02	-	-	17998500	7.02
3	Naveen Kumar Jain	18096000	7.05	(-)18096000	7.05	-	-
4	Yogesh Kumar Jain	16456125	6.42	-	-	16794000	6.55
5	Pradeep Kumar Jain	16363125	6.38	-	-	15349500	5.98
6	Renu Jain	11671500	4.55	(-)11671500	4.55	-	-
7	Chakresh Kumar Jain (HUF)	9256500	3.61	-	-	9256500	3.61
8	Ashita Jain	7873500	3.07	-	-	7873500	3.07
9	Meena Jain	7426500	2.9	-	-	7426500	2.89
10	Pradeep Kumar Jain (HUF)	5250000	2.05	-	-	5250000	2.05
11	Yogesh Kumar Jain (HUF)	5101500	1.99	-	-	5101500	1.99
12	Shri Chakresh Kumar Jain	2176125	0.85	-	-	2514000	0.98
13	Shri Abhinandan Jain	1743000	0.68	-	-	1743000	0.68
14	NCJ Infrastructure Pvt. Ltd	843750	0.33	-	-	843750	0.33
15	Naveen Kumar Jain (HUF)	1500	0	(-)1500	0	-	-
16	Vaibhav Jain	-	-	29769000	11.60	29769000	11.60
	TOTAL	143841000	56.07	0	0	143841000	56.07

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Vaibhav Jain

S/o: Mr. Naveen Kumar Jain

R/o: D-53, Kamla Nagar, Agra-282005