

Date: 4/11/2017

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: 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 1,16,71,500 equity shares of PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA) on November 03, 2017 through Inter-se transfer amongst promoter group without consideration as a gift as per Regulation 10(1)(a)(i) 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,

(Renu 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	Renu Jain (The "Seller")		
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	11671500	4.55%	4.55%
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
e) <b>Total (a+b+c+d)</b>	<b>11671500</b>	<b>4.55%</b>	<b>4.55%</b>
<b><u>Details of acquisition-/ sale</u></b>			
a) Shares carrying voting rights acquired-/ sold	11671500	4.55%	4.55%
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
e) <b>Total (a+b+c+/-d)</b>	<b>11671500</b>	<b>4.55%</b>	<b>4.55%</b>

*Renu Jain*

*Renu Jain*

<b><u>After the acquisition/ sale, holding of:</u></b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs 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) after acquisition	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</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	03 <sup>rd</sup> November, 2017		
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 30<sup>th</sup> September, 2017.*

(\*\*) 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,

(Renu Jain)

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

Place: Agra

Date: 04/11/2017

