JTPL TREXIM PRIVATE LIMITED

CIN: U45500DL2016PTC307737

Date: 10.03.2017

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

We would like to inform you that we have acquired 17,96,000 equity shares of PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA) on March 10, 2017 through off market transfer between qualifying persons as per Regulation 10(1)(a)(iii) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011, being a company and its wholly owned subsidiary.

We are 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,

For JTPL Trexim Private Limited, JTPL Trexim Private Limited

महम्यं यासीन

(Yasin Mohammad) Difestor

Director DIN. 07204352

Address: Chamarauli, Agra, Uttar Pradesh – 283125

Encl: As stated above

Cc to: PNC Infratech Limited, NBCC Plaza, Tower-II, 4th Floor, Pushp Vihar, Sector-V, Saket, New Delhi-17

Regd Address: 26, Barakhambha Road, Room No. 1005, 10th Floor, Nirmal Tower, New Delhi-110001

<u>Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations. 2011</u>

| Name of the Target Company(TC) | PNC Infratech Limited (The "Company") | | |
|--|---|--|---|
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | JTPL Trexim Pvt. Ltd. (The "Acquirer") | | |
| Whether the acquirer belongs to Promoter / Promoter group | No | | |
| 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(**) |
| Before the acquisition / disposal under consideration, holding of: | | | |
| a) Shares carrying voting rights | Nil | Nil | Nil |
| 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 |
| Total (a+b+c+d) | Nil | Nil | Nil |
| Details of acquisition / sale | | | |
| Shares carrying voting rights acquired / sold | 17,96,000 | 0.70% | 0.70% |
| 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 |
| Total (a+b+c+/-d) | 17,96,000 | 0.70% | 0.70% |

JTPL Trexim Private Limited
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| After the acquisition / sale, holding of: | | | | |
|--|---|-------|-------|--|
| a) Shares carrying voting rights | 17,96,000 | 0.70% | 0.70% | |
| 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 | |
| Total (a+b+c+d) | 17,96,000 | 0.70% | 0.70% | |
| 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 | 10 th March, 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 31st December, 2016.

(**) 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.

For JTPL Trexim Private Limited

JTPL Trexim Private Limited

(Yasin Mohammad)
Director
DIN. 07204352
Address: Chamarauli, Agra,
Uttar Pradesh – 283125

Place: Agra

Date: 10.03-2017