

March 21, 2017

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| <p>Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598120/38 Scrip Symbol – MEP</p> | <p>Corporate Relationship Department The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai: 400001 Fax No. 022-22723121/3027/2039/2061 Security Code –539126</p> |
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Dear Sir/ Madam,

Subject: Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
Target Company: MEP Infrastructure Developers Limited

Pursuant to Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, this is to inform that Mr. Dattatray Mhaiskar, the name of the Individual named under the category of Promoter in the Prospectus and in the Shareholding Pattern filed with the Stock Exchange(s) intends to transfer 1,66,68,591 (One Crore Sixty Six Lacs Sixty Eight Thousand Five Hundred Ninty One) equity shares of **MEP Infrastructure Developers Limited**, to Mrs. Sudha Dattatray Mhaiskar, an Immediate Relative as covered under the 10(1)(a)(i) of the Regulation.

This being an "Inter-se" Transfer amongst the immediate relative(s) and the same falls within exemptions under Regulation 10 (1) (a) (i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

In this connection please find enclosed herewith the necessary disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers), 2011 for the aforesaid transfer in the prescribed format.

This is for your information and records.

Thanking you,

Yours faithfully,



for **Mrs. Sudha Mhaiskar ("Acquirer")**

Encl.: a/a

Copy to: Mr. Shridhar Phadke
Company Secretary
MEP Infrastructure Developers Limited
Mumbai

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

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| 1 | Name of the Target Company (TC) | MEP Infrastructure Developers Limited |
| 2 | Name of the acquirer(s) | Mrs. Sudha Dattatray Mhaiskar |
| 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 | Yes (Promoter Group) |
| 4 | Details of the proposed acquisition | |
| a. | Name of the person(s) from whom shares are to be acquired | Mr. Dattatray Pandurang Mhaiskar jointly held with Mrs. Sudha Dattatray Mhaiskar |
| b. | Proposed date of acquisition | On or after March 27, 2017 |
| c. | Number of shares to be acquired from each person mentioned in 4(a) above | 1,66,68,591 equity shares |
| d. | Total shares to be acquired as % of share capital of TC | 10.25 % |
| e. | Price at which shares are proposed to be acquired | At or around the market price prevailing on the date of acquisition subject to the proviso to Regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and other applicable regulations prescribed by SEBI. |
| f. | Rationale, if any, for the proposed transfer | Inter se Transfer between Immediate Relatives |
| 5 | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer | 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. | National Stock Exchange of India Limited Volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice is Rs. 41.78 per equity share |
| 7 | If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8. | N.A. |
| 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 | We declare that the acquisition price would not be higher by more than 25% of the price compared in Point No. 6 |
| 9 | i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) | We declare that the Transferor (Mr. Dattatray Pandurang Mhaiskar jointly held with Mrs. Sudha Dattatray Mhaiskar) and Transferee (Mrs. Sudha Dattatray Mhaiskar) have complied/will comply with the disclosure requirements in Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 |

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| | ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished. | | | | |
| 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 hereby declare that all the conditions, as applicable to this transaction, as specified under regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions has 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)(*) | | | | |
| | Sudha Dattatray Mhaiskar | 0 | 0 | 16668591 | 10.25 |
| | Jayant Dattatray Mhaiskar | 4953578 | 3.05 | 4953578 | 3.05 |
| | Anuya Jayant Mhaiskar | 21177220 | 13.03 | 21177220 | 13.03 |
| | Vidyalaxmi Vijay Kshirsagar | 496428 | 0.31 | 496428 | 0.31 |
| | Ideal Toll & Infrastructure Pvt. Ltd. | 59940407 | 36.87 | 59940407 | 36.87 |
| b. | Seller (s) | | | | |
| | Dattatray Pandurang Mhaiskar | 26447180 | 16.27 | 9778589 | 6.01 |

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