

Date: 28<sup>th</sup> August, 2017

To,  
Securities and Exchange Board of India,  
SEBI Bhavan, Plot No.C-4, A G  
Block, Bandra- Kurla Complex,  
Mumbai – 400 051

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
1<sup>st</sup> Floor, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001

To,  
Manager - Listing Compliance  
National Stock Exchange of India Limited  
'Exchange Plaza'. C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

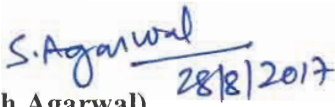
**Sub: Disclosures under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

Please find the enclosed Disclosures under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 alongwith 'Annexure A'.

Thanking You

Your's faithfully,

  
(Subash Agarwal)  
Authorised Signatory  
Acquirer Promoter & Promoter Group

Encl: As above

**Format under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

<b>1</b>	<b>General Details</b>	
a	Name, address, telephone no., e-mail of acquirer (s){In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	<b>Details of one acquirer in case of Multiple acquirers</b>  Name: Mr. Subash Agarwal Address: N-1/93, IRC Village, Nayapalli, Bhubaneswar, Orissa -751015 Telephone no.:0674-2588552 0674-2588554 E-mail: subash@arssgroup.in
b	Whether sender is the acquirer (Y/N)	YES
c	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	NA
d	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	NA
<b>2</b>	<b>Compliance of Regulation 10(7)</b>	
a	Date of report	28 <sup>nd</sup> August, 2017
b	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
<b>3</b>	<b>Compliance of Regulation 10(5)</b>	
a	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed at least 4 working days before the date of the proposed acquisition.	NA
b	Date of Report	NA

<b>4</b>	<b>Compliance of Regulation 10(6)</b>		
	a	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes
	b	Date of Report	9 <sup>th</sup> August, 2017
<b>5</b>	<b>Details of the Target Company</b>		
	a	Name & address of TC	ARSS Infrastructure Projects Limited, Plot 38, Sector – A, Zone – D, Mañcheswar Industrial Estate, Bhubaneswar 751010, Odisha
	b	Name of the Stock Exchange(s) where the shares of the TC are listed	Bombay Stock Exchange Limited  National Stock Exchange of India Limited

<b>6</b>	<b>Details of the acquisition</b>					
	a	Date of acquisition	9 <sup>th</sup> August, 2017			
	b	Acquisition price per share (in Rs.)	Rs. 76/- per share (Rs. 10/- face value + Rs. 66/- as premium)			
	c	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(1) and 3(2),			
	d	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC (*)
			Name(s) of the acquirer(s) (As per Annexure 'A')	27,24,73	18.36 % (27,24,732*10	1,06,19,468

		2 (Annexure 'A')	0/1,48,43,230 )	(Annexure 'A')	(1,06,19,468*100/ 2,27,37,966)
e	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
	Name(s) of the seller(s) (**)	NA		NA	
7	<b>Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii) : NA</b>				
a	Provide the names of the seller(s)	NA			
b	Specify the relationship between the acquirer(s) and the seller(s).	NA			
c	Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition	Year - 1	Year -2	Year-3	
	Acquirer(s) (*)	-	-	-	
	Sellers(s)(*)	-	-	-	
d	Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.	NA			
e	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	NA			
f	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA			

g	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable	NA
h	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	NA
i	Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same.	NA
J	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.	NA

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Name: Subash Agarwal

Acquirer/ Promoter: ARSS Infrastructure Projects Limited

*S. Agarwal*  
*28/8/17*

Signature:

Date: 28<sup>nd</sup> August, 2017

Place: Bhubaneswar