

NCJ INFRASTRUCTURAL CONSULTANTS PRIVATE LIMITED

Date: 13.02.2018

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 1,08,71,000 equity shares of PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA) on February 13, 2018 through off- market Inter-se transfer pursuant to confirmation order of scheme of Merger dated January 17,2018.

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,

Yours faithfully

For and on Behalf of NCJ Infrastructural Consultants Private Limited

For NCJ Infrastructural Consultants Private Limited

Anil

Anil Kumar Jain

Director

Director

DIN -02960315

Add: 28/207, Sora Vali Gali

Belanganj, Agra 282004

Encl: As stated above

Cc to:

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

Registered Address - 401, 4th Floor, 118/8, Maruti Plaza, Sanjay Place Agra UP 282002 IN

CIN- U74140UP2010PTC098261

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	NCJ Infrastructural Consultants Private Limited ('The Acquirer')		
Whether the acquirer/ Seller 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(**)
<u>Before the acquisition / disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	1,58,12,500	6.16%	6.16%
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)Total (a+b+c+d)	0	0%	0%
<u>Details of acquisition / disposal</u>			
a) Shares carrying voting rights acquired/ sold	1,08,71,000	4.24%	4.24%
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)Total (a+b+c+/-d)	1,08,71,000	4.24%	4.24%

For NCJ Infrastructural Consultants Private Limited

Alain Director

After the acquisition / sale, holding of:			
a) Shares carrying voting rights	2,66,83,500	10.40%	10.40%
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
e) Total (a+b+c+d)	2,66,83,500	10.40%	10.40%
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	February 13, 2018		
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, 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

For and on Behalf of NCJ Infrastructural Consultants Private Limited

For NCJ Infrastructural Consultants Private Limited


Anil Kumar Jain

Director

Director

DIN -02960315

Add: 28/207, Sora Vali Gali
Belanganj, Agra 282004

Place: Agra

Date: 13.02.2018