

# 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 (1) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011**

We would like to inform you that we have acquired 1,58,12,500 equity shares of PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA) on February 12, 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 (1) 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 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, 4<sup>th</sup> 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(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part A – Details of the Acquisition**

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	NCJ Infrastructural Consultants Private Limited ('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	<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 acquirer along with PACs of: ****</u></b>			
a) Shares carrying voting rights	26683500	10.40%	10.40%
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
<b>e) Total (a+b+c+d)</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
<b><u>Details of acquisition / sale****</u></b>			
a) Shares carrying voting rights acquired / sold	1,58,12,500	6.16%	6.16%
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) acquired.	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	Nil	Nil	Nil
<b>e) Total (a+b+c+/-d)</b>	<b>1,58,12,500</b>	<b>6.16%</b>	<b>6.16%</b>

For NCJ Infrastructural Consultants Private Limited

*Alain*  
Director

<b><u>After the acquisition / sale, holding acquirer along with PACs of: ****</u></b>			
a) Shares carrying voting rights	26683500	10.40%	10.40%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) shares pledged 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>26683500</b>	<b>10.40%</b>	<b>10.40%</b>
Mode of acquisition / sale-(e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	off-market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	NA		
Date of acquisition / sale-of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 12, 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/-		

For NCJ Infrastructural Consultants Private Limited

*A Jain*

Director

INFRASTRUCTURAL CONSULTANTS PRIVATE LIMITED

**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 December 31, 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.

(\*\*\*) Part-B shall be disclosed to the Stock Exchange but shall not be disseminated.

**Yours faithfully**  
**For and on Behalf of NCJ Infrastructural Consultants Private Limited**

For NCJ Infrastructural Consultants Private Limited

*Anil*

**Anil Kumar Jain**  
 Director  
 DIN -02960315  
 Add: 28/207, Sora Vali Gali  
 Belanganj, Agra 282004

Director

Place: Agra  
 Date: 13.02.2018

Table I\*\*\*\*

Sr. No.	Name of Acquirer along with Persons Acting in Concert (PAC)	Relationship with the Acquirer	No. of shares held before acquisition	PAN
1	NCJ Infrastructural Consultants Private Limited - <b>Acquirer</b>	Acquirer	Nil	AADCN1953F
2	Alberta Realtors Private Limited - (PAC)	Subsidiary	1,58,12,500	AAOCA8740L
3	GHPL Projects Private Limited - (PAC)	Subsidiary	90,75,000	AAGCG6302G
4	JTPL Trexim Private Limited - (PAC)	Subsidiary	17,96,000	AADCJ8186A
Total No. of shares held by Acquirer along with Persons Acting in Concert (PAC) before the acquisition			2,66,83,500	

(\*\*\*\*) 1,58,12,500 (6.16%) Equity Shares held by Alberta Realtors Private Limited (PAC) is transferred to NCJ Infrastructural Consultants Private Limited ('Acquirer') on February 12, 2018 pursuant to confirmation order of scheme of Merger dated January 17, 2018.