



DILIP BUILDCON LIMITED
INFRASTRUCTURE & BEYOND

Date: 04.06.2018

To,

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001, India
Stock Symbol -540047

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051
Stock Symbol -DBL

Sub:- Disclosure by the Promoters to the Stock Exchange for encumbrance of shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

We have received the disclosure from Mr. Dilip Suryavanshi and Mr. Devendra Jain, promoters of the Company.

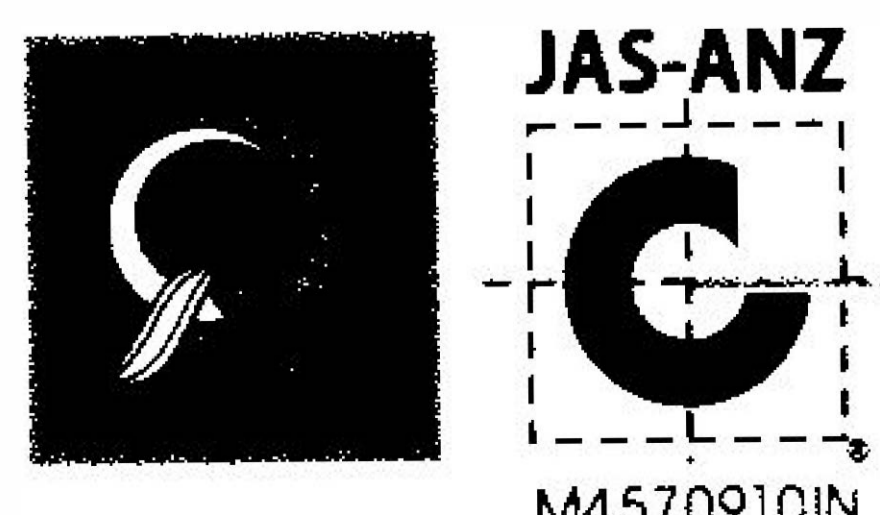
Please find enclosed herewith the disclosures in the prescribed format for encumbrance of their equity shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to kindly take the same on record and oblige.

Thanking you

For and on behalf of
Dilip Buildcon Limited

Abhishek Shrivastava
Company Secretary



ISO 9001:2008

Regd. Office :

Plot No. 5, Inside Govind Narayan Singh Gate,
Chuna Bhatti, Kolar Road, Bhopal - 462 016 (M.P.)

Ph. : 0755-4029999, Fax : 0755-4029998

E-mail : db@dilipbuildcon.co.in, Website : www.dilipbuildcon.com

Date: June 4, 2018

To,

BSE Limited PhirozeJeejeebhoy Towers Dalal Street Mumbai- 400001, India	National Stock Exchange of India Limited Exchange Plaza BandraKulra Complex Bandra East Mumbai 400 051	Dilip Buildcon Limited Plot No- 5, Inside Govind Narayan Singh Gate, Chuna Bhatti, Kolar Road, Bhopal- 462016 (M.P).
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Sub:- Disclosure by the Promoter to the Company for encumbrance of his shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

With reference to the subject cited above, please find enclosed the disclosure in the format prescribed in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to pledge of following equity shares of Dilip Buildcon Limited in favour of RBL Bank Limited.

Name of Promoters	Date of Pledge	No. of Equity shares pledged	Name of Bank pledged in favour
Dilip Suryavanshi	23.05.2018	41406	RBL Bank Limited

1. Rationale of the Credit Facilities availed:

RBL Bank Limited has sanctioned to the SPVs i.e. DBL Bangalore Nidagatta Highways private Limited and DBL Nidagatta Mysore Highways Private Limited, wholly owned subsidiaries of the Company, the credit facilities of Rs. 225.00 Crore by way of Performance Bank Guarantee (Non Fund based) to issue the performance Bank Guarantee in favour of NHAI. The said facility has been secured by giving an exclusive charge by way of pledge on shares of Dilip Buildcon Limited providing minimum security cover of 1.50x. In order to fulfil the said security term and our announcement to the exchange dated May 21, 2018, the Promoters of the Company have pledged the following equity shares:

Name of Promoters	Date of Pledge	No. of Equity shares pledged	Name of Bank pledged in favour
Dilip Suryavanshi	18.05.2018	131655	RBL Bank Limited
Devendra Jain	19.05.2018	3177345	
Total		33,09,000	

2. Reason for additional pledge of shares:

As per the sanction term, the promoter of Company have to pledge 33,09,000 equity shares in favour of RBL Bank Limited and the said shares were pledged by taking 6 Months NSE High average price of Rs 1014.10 Per Share. However the Bank subsequently instructed to take the Closing of 6 months Average Price instead of 6 month High Average Price. As a result the promoter of the Company has to **pledge additional 41406 shares in favour of RBL Bank Limited.**

3. Further to clarify that above mentioned equity shares has been pledged as a security for the issuance of performance Bank Guarantee for the HAM projects bagged by Dilip Buildcon Limited. In all HAM projects the concessionaire gets a time of 150 days from the date of signing of the concession agreement to financially close the project. As and when the project is financially closed, the Company usually get the fund based (term loan) & non fund based (performance bank guarantee) limits to execute the project. However, the company has to provide the performance Bank Guarantee to the authority within 30 days from the date of signing of concession agreement. Therefore this performance bank guarantee issued by RBL Bank Limited will serve as a temporary arrangement till the project is financially closed within 5 months and the above pledged equity shares shall also be released accordingly.
4. Further to inform you that the above said performance Bank Guarantee will be replaced by the bank/financial institutions who will sanctioned the fund based (term loan) & non fund based (performance bank guarantee) limits to achieved the financial closure

Please note that the promoter Company has not taken any fresh loan against the pledge of said additional 41406 shares.

Request you to kindly take the same on record and oblige.

Thanking you




Dilip Suryavanshi
Promoter on behalf of Dilip Buildcon Limited

Enclosure: - Annexure -1

ANNEXURE - I

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011													
Name of the Target Company(TC) Dilip Buildcon Limited													
Names of the stock exchanges where the shares of the target company are listed BSE Limited and National Stock Exchange of India Limited													
Date of reporting 04.06.2018													
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked Dilip Suryavanshi													
Details of the creation of encumbrance:													
Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of total share capital	Name of the entity in whose favor shares encumbered ***	Post event holding of encumbered shares {creation	
	Number	% of total share capital	Number	% of total share capital								Number	% of total share capital
Dilip Suryavanshi	55673487	40.71	5946655	4.35	Creation	23.05.2018	Pledge	Exclusive charge by way of Pledge of additional equity Shares as a security for the issuance of performance Bank Guarantee of HAM projects bagged by Dilip Buildcon Limited . These shares shall be released after getting financial closure of the HAM projects which is likely to be achieved maximum period of 5 month from the date of signing of the concession agreement .	41406	0.03	RBL BANK LIMITED	5988061	4.38

Signature : 
Dilip Suryavanshi
Promoter

Place : Bhopal

Date : 04.06.2018

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Date: June 4, 2018

To,

BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai- 400001, India

National Stock Exchange of India Limited
Exchange Plaza
BandraKulra Complex
Bandra East
Mumbai 400 051

Dilip Buildcon Limited
Plot No- 5, Inside Govind Narayan
Singh Gate,
Chuna Bhatti, Kolar Road,
Bhopal- 462016 (M.P).

Sub:- Disclosure by the Promoter to the Company for encumbrance of his shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

With reference to the subject cited above, please find enclosed the disclosure in the format prescribed in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to pledge of following equity shares of Dilip Buildcon Limited in favour of Punjab National Bank .

Name of Promoters	Date of Pledge	No. of Equity shares pledged	Name of Bank pledged in favour	Nature of Facility	Limit (in Crore)
Dilip Suryavanshi	23.05.2018	30,22,436	Punjab National Bank	Performance Bank Guarantee	500.00
Devendra Jain	23.05.2018	8,87,564	Punjab National Bank	Performance Bank Guarantee	500.00

1. Rationale of the Credit Facilities availed:

Punjab National Bank has sanctioned to the Company, the credit facilities of Rs. 500.00 Crore by way of Performance Bank Guarantee (Non Fund based) exclusively for submitting the performance security to NHAI for the HAM projects bagged by Dilip Buildcon Limited. The said facility has been secured by Pledge on shares of Dilip Buildcon Limited in the name of promoters equivalent to 125 % of BG limit (The value of share shall be based on Average price of High & Low of 52 weeks on BSE & NSE). On the basis of the said term, the Promoters of the Company have pledged the above said equity shares in favour of Punjab National Bank.


2. Further to clarify that above mentioned equity shares has been pledged as a security for the issuance of performance Bank Guarantee for the HAM projects bagged by Dilip Buildcon Limited. In all HAM projects the concessionaire gets a time of 150 days from the date of signing of the concession agreement to financially close the project. As and when the project is financially closed, the Company usually get the fund based (term loan) & non fund based (performance bank guarantee) limits to execute the project. However, the company has to provide the performance Bank Guarantee to the authority within 30 days from the date of signing of concession agreement. Therefore this performance bank guarantee issued by Punjab National Bank will serve as a temporary arrangement till the project is financially closed within 5 months and the above pledged equity shares shall also be released accordingly.

3. Further to inform you that the above said performance Bank Guarantee will be replaced by the bank/financial institutions who will sanctioned the fund based (term loan) & non fund based (performance bank guarantee) limits to achieved the financial closure .
4. **Please note that the Promoter Company has not taken any fresh loan against the pledge of said shares and said performance bank guarantee issued by Punjab National Bank will serve as a temporary arrangement till the project is financially closed within 5 months and the above pledged equity shares shall also be released accordingly.**

Request you to kindly take the same on record and oblige.

Thanking you

For and on behalf of Devendra Jain, Promoter of Dilip Buildcon Limited


Dilip Suryavanshi
Promoter of Dilip Buildcon Limited

Enclosure: - Annexure -1

ANNEXURE -I

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011													
Name of the Target Company(TC) Dilip Buildcon Limited													
Names of the stock exchanges where the shares of the target company are listed BSE Limited and National Stock Exchange of India Limited													
Date of reporting 04.06.2018													
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked Dilip Suryavanshi													
Details of the creation of encumbrance:													
Name of the promoter (s) or PACs with whom*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance**	Number	% of total share capital	Post event holding of encumbered shares { creation		
	Number	% of total share capital	Number	% of total share capital								Name of the entity in whose favor shares encumbered***	Number
Dilip Suryavanshi	55673487	40.71	5988061	4.38	Creation	23.05.2018	Pledge	Exclusive charge by way of Pledge of equity Shares as a security for the issuance of performance Bank Guarantee of HAM projects bagged by Dilip Buildcon Limited . These shares shall be released after getting financial closure of the HAM projects which is likely to be achieved maximum period of 5 month from the date of signing of the concession agreement .	3022436	2.21	9010497	6.59	Punjab National Bank

Signature : 
Dilip Suryavanshi
Promoter of Dilip Buildcon Limited

Place : Bhopal

Date : 04.06.2018

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

ANNEXURE - 1


Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Dilip Buildcon Limited
Names of the stock exchanges where the shares of the target company are listed	BSE Limited and National Stock Exchange of India Limited
Date of reporting	04.06.2018 Devendra Jain

Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked

Name of the promoter (s) or PACs with him*		Details of events pertaining to encumbrance (3)										Post event holding of encumbered shares / creation	
Details of the creation of encumbrance:													
Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)	Promoter holding already encumbered (2)	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of total share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital	Post event holding of encumbered shares	% of total share capital
Devendra Jain	35863572	26.22	3872345	2.83	Creation	23.05.2018	Pledge	Exclusive charge by way of Pledge of equity Shares as a security for the issuance of performance Bank Guarantee of HAM projects bagged by Dilip Buildcon Limited . These shares shall be released after getting financial closure of the HAM projects which is likely to be achieved maximum period of 5 month from the date of signing of the concession agreement .	887564	0.65	Punjab National Bank	4759909	3.48

Signature :
for and on behalf of Devendra Jain, Promoter of Dilip Buildcon Limited


Dilip Suryavanshi
Promoter of Dilip Buildcon Limited

Date : 04.06.2018

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.