

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 Kulra 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.

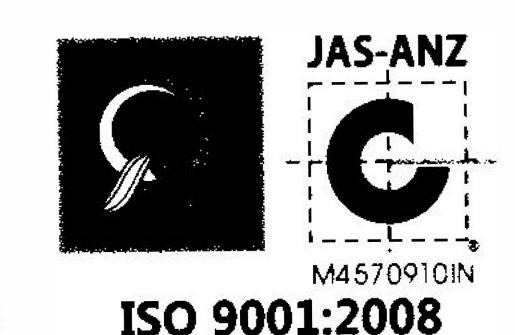
Please find enclosed herewith the disclosures in the prescribed format for encumbrance of their equity shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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



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	National Stock Exchange of India	Dilip Buildcon Limited
PhirozeJeejeebhoy Towers	Limited	Plot No- 5, Inside Govind Narayan
Dalal Street	Exchange Plaza	Singh Gate,
Mumbai- 400001, India	BandraKulra Complex	Chuna Bhatti, Kolar Road,
	Bandra East	Bhopal- 462016 (M.P).
	Mumbai 400 051	

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 Higwways 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	
Devendra Jain	19.05.2018	3177345	RBL Bank Limited
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 -1

Names of the stock exc Date of reporting	Target Company(TC)							Dilip Buildcon Limited	mited					
Date of reporting		the s	hares of the	target	company are list	listed		<b>BSE Limited and</b>	and National Stock Exchange of India	f India Limited	pa			
4577				Y SA				04.06.2018						
	or PAC on	whose shar	shares encumbrance		has been create	created/released/invoked	oked	Dilip Suryavanshi						
Details of the creation	ation of encumbrance:	nce:						Creation						
		Promoter		Promoter	oter			Details	of events pertaining to encur	to encumbrance (3)			Post	event
the promoter (s) or PACs with	holdin, target c	holding in the target company		holding already encumbered (2	already ered (2)								holr	holding of encumbered
		1)											shares	$\Rightarrow$
	Number	% of	Nun	Number	% of	Type of	Date of	Type of	Reasons for	Number	% of	Name of	Number	% of
		total			total	event	creation/	encumbrance	encumbrance		total	the entity in		total
		share			share	(creation /	release/	-	*		share	whose	· ·	share
		capital	<u> </u>		capital	release /	invocation o	of non disposal			capital	favor shares		capital
						invocation)	encumbranc					encumbered		
		·				<del></del>	<b>e</b>	others)				<del>K</del> <del>K</del>	<u> </u>	
Dilip Survavanshi	55673487		40.71 5946	5946655	4.35	Creation	23.05.2018	Pledge	Exclusive charge by way of	41406	0.03	RBL BANK	5988061	4.38
			<u> </u>						Pledge of additional equity			LIMITED	·	
70	- 2								Shares as a security for the					
									Bank Guarantee of HAM					
									projects bagged by Dilip					
									Buildcon Limited . These					
		7.			10 VI				shares shall be released					
							·		after getting financial					·
	••••								closure of the HAM projects					
	. 2		· ·			-3× -1×			which is likely to be					
						<u> </u>			achieved maximum period	<u> </u>				
									of 5 month from the date					
	V. 7-10								of signing of the concession	82-				8
			,						agreement .				<b></b>	
			<del></del>											
		10 <u>3</u>				<b></b>								
		_	_							_		_	_	_

Signature:

Dilip Suryavanshi

Promoter

8hopaí Place: 04.06.2018 Date: \*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 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-1**

Name of the Target	of the Target Company(TC)						Dilip Buildcon Li	Limited					
Names of the stock	exchanges wh	where the shar	ares of the target	company are	listed		BSE Limited and	National Stock Exchange of	f India Limited	ed			
Date of reporting							04.06.2018		8				
s of t	oter or PAC on whose	whose shares	es encumbrance	has been	created/released/invoked	voked	Dilip Suryavanshi						
Details of the creation	ion of encumbrance:	rance:					Creation					5	
Name of		Promoter		Promoter			Details of	of events pertaining to encur	encumbrance (3)			Post e	event
the promoter	holdi	holding in the	hol	holding already								holding of	ig of
(s) or PACs with	target	target company	enc	encumbered (2)								encumbered	oered 200+100
± WIU	Number	(1) % of	Number	% of	Type of	Date of	Type of	Reasons for	Number	% of	Name of	Number % of	% of
		total	762	total	event	creation/	encumbrance	ce		total	the entity in		total
		share		share	(creation /	release/	(pledge/ lien/	*		share	whose		share
		capital	58	capital	release /	invocation of	f non disposal			capital	favor shares		capital
				· · ·	invocation)	encumbranc	undertaking/				encumpered		
						a	others)				* *		
Dilip Suryavanshi	55673487	40	0.71 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	Punjab National Bank	9010497	6.59
				_	_			_		_			

Signature : **Dilip Suryavanshi** 

Promoter of Dilip Buildcon Limited

Bhopal

Place:

04.06.2018 Date: date should appear in the table irrespective of whether they are reporting \*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting not.

<sup>\*\*</sup> 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.

of SEBI (Substantial shares (creation capital share encumbered total % of Post event holding of 3.48 4759909 Number 31(2) Punjab National 31(1) encumbered \*\*\* shares the entity in Name of gulation whose favor Bank Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Re capital share % of total 0.65 Details of events pertaining to encumbrance (3) Number of India Limited 887564 getting financial closure of the performance Bank Guarantee Dilip Buildcon Limited . These shares shall be released after 98 a which is likely period of 5 month from the of HAM projects bagged by security for the issuance of by way of to be achieved maximum BSE Limited and National Stock Exchange Pledge of equity Shares concession agreement date of signing of the Acquisition of Shares and Takeovers) Regulations, 2011 Exclusive charge encumbrance \*\* HAM projects Reasons for Dilip Buildcon Limited Devendra Jain (pledge/lien/ encumbrance undertaking/ non disposal 04.06.2018 Creation Type of others) Pledge encumbrance invocation of 23.05.2018 creation release/ Date of invocation) /invoked (creation Creation Type of release event created/released 2.83 and to the listed holding already encumbered (2) capital share encumbered ( total % of are Promoter cumbrance has been company stock exchanges 3872345 target Number shares of the Format for disclosure by the Promoter(s) to the 2 26.2 en Name of the promoter or PAC on whose shares target company capital holding in the share Names of the stock exchanges where the % of total Promoter Details of the creation of encumbrance: 35863572 Name of the Target Company(TC) Number Date of reporting (s) or PACs with him\* Devendra Jain the promoter Name of

Signature:

lip Buildcon of Di for and on behalf of Devendra Jain, Promoter

Dilip Suryavanshi

Promoter of Dilip Buildcon Limited

: 04.06.2018 Date

date should appear in the table irrespective of whether they are reporting \*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting

<sup>\*\*</sup> 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.