

February 11, 2012

Ref:JDCL:SEC:SE/2012

National Stock Exchange of India Ltd.
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Fax No. 022-26598237/26598238

Bombay Stock Exchange Ltd.
25th Floor, New Trading Ring,
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai - 400 001

**Fax No. 022 2723121/2037/
2039/2041**

Sub:- Intimation under Regulation 29(1) of SEBI (SAST) Regulations, 2011

Dear Sirs,

This is in continuation to our earlier letter dated November 16, 2011 regarding the captioned subject. As informed earlier, Jaypee Development Corporation Limited ('Acquirer') had entered into a Share Subscription and Share Purchase Agreement ('SSSPA') with the persons belonging to Promoter & Promoter Group of M/s Andhra Cements Limited ('Target Company') ('ACL') on November 15, 2011 to acquire 48,119,550 Equity Shares from them and to further subscribe to 147,500,000 Equity Shares in the proposed Preferential allotment of the Target Company.

The execution of SSSPA by JDCL to acquire in aggregate 195,619,550 Equity Shares of ACL (representing 66.646% of the post preferential allotment paid up capital of ACL) was a deemed 'acquisition' in terms of the said Regulation and as the said acquisition resulted into triggering of Regulation 29(1) of the said Regulation, the requisite return under said Regulation was filed by JDCL on November 16, 2011.

Further, the proposed acquisition also resulted into triggering of Regulation 3(1) read with Regulation 4 of SEBI (SAST) Regulations, 2011, requiring JDCL to make the Public Announcement of an Open Offer.

Accordingly, JDCL had made the Public Announcement of an Open Offer in terms of the said Regulations and acquired 6,306,856 Equity Shares on February 10, 2012 from the Shareholders of ACL who had tendered their shares under the Offer.

Further, in terms of SSSPA, JDCL has been allotted 147,500,000 Equity Shares of Rs.10/- each of ACL on February 10, 2012 at a price of Rs.12 per share.

Also, in terms of SSSPA, out of the total 48,119,550 Equity Shares of ACL held by the persons belonging to Promoter & Promoter Group, 21,418,102 Equity Shares have been transferred by them to JDCL on February 10, 2012 in the first tranche. The remaining 26,701,448 shares would be transferred in due course.

Accordingly, we are submitting the requisite disclosure in terms of Regulation 29(1) of SEBI (SAST) Regulations, 2011 for actual acquisition of 175,224,958 Equity shares of ACL through three different modes viz. Open Offer, Preferential Allotment and transfer from persons belonging to Promoter/ Promoter Group as detailed above.

With this acquisition, JDCL now holds 59.70% of the increased total paid capital of ACL.

Yours faithfully,

For JAYPEE DEVELOPMENT CORPORATION LIMITED

DIRECTOR

Encl: As above

CC:

Andhra Cements Limited

Sri Durga Cement works

Sri Durgapuram, Guntur - 522 414

Andhra Pradesh.

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

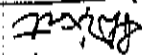
1. Name of the Target Company (TC)	Andhra Cements Limited																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																														
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Details of acquisition				Total (a+b+c)		No. of Equity Shares	
a) Shares carrying voting rights acquired	b) VRS acquired otherwise than by equity shares	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	After the acquisition, holding of:	a) Shares carrying voting rights	b) VRS otherwise than by equity shares	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	Total (a+b+c)
				175,224,958	NIL	NIL	
				175,224,958	59.70%	59.70%	175,224,958
				59.70%	59.70%	59.70%	59.70%
				6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)			
				Mode		No. of Equity Shares	
				1. Open Offer : 6,306,856		2. Preferential Allotment : 147,500,000	
				3. Transfer from persons belonging to the Promoter/ Promoter Group : 21,418,102		TOTAL : 175,224,958	
				7. Date of acquisition off/ date of receipt of information of allotment of shares / warrants/convertible securities/any other			
				February 10, 2012			

Date: 11.02.2012

Place: Noida

Director



For Jaypee Development Corporation Limited

(*) The Company (JDCL) had on November 16, 2011 filed a return with Stock Exchanges and Target Company under Regulation 29(1) of SEBI (SAST) Regulations, 2011 on execution of the Share Subscription and Share Purchase Agreement (SSSPA) dated November 15, 2011 to acquire 48,119,550 Equity Shares from the persons belonging to Promoter and Promoter Group and to subscribe 147,500,000 Equity shares of ACL through proposed Preferential Allotment. This return is now being filed for the actual acquisition of Equity Shares of ACL by JDCL in terms of the above said SSSPA dated November 15, 2011 and through the mode of Open Offer. The actual shareholding of JDCL in ACL before this acquisition was NIL.

(**) Consequent to the present acquisition of Equity Shares, JDCL ('Acquirer') has become the Promoter of Andhra Cements Limited.

(*) 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.

Note:

Instrument that entitles the acquirer to receive shares in the TC.	8. Equity share capital / total voting capital of the TC before the said acquisition	146,020,492 Equity Shares of the face value of Rs.10/- each
	9. Equity share capital/ total voting capital of the TC after the said acquisition	293,520,492 Equity Shares of the face value of Rs.10/- each
	10. Total diluted share/voting capital of the TC after the said acquisition	293,520,492 Equity Shares of the face value of Rs.10/- each

011-24697262

A/n: SHRI KULDIP SHENKER D

Request may please give the
cost of following items.

Thanks.

K. VIJAYAKUMARAN
(M) 8800368792

Cheese from Steakhouse, Jor Bagh

1 - 3 blocks of Cheese (Smoked Gouda, Herb Gouda, Sharp Cheddar -
INDIAN)

2 - Olives - 24 bottles

3 - Crackers - Britannia (3000 individual crackers) - Packets

4 - Napkins (1500)

5 - Toothpicks - 10 box

6 - SMALL Serving plates (4 inch Dia) - 1000 Nos.
7 - Cheese scrapers - 2 (good quality)