

HINCON HOLDINGS LTD.

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Hincon House, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, India
Tel.: 91-22-2575 1000 • Fax: 91-22-2577-7568 CIN: U67120MH1996PLC102787

22 May 2020

The BSE Ltd.
1st floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra(East),Mumbai-400 051

Dear Sirs,

Sub: Disclosure under Regulation 30 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 of the Promoter Group Shareholding

Re: Hindustan Construction Company Ltd

In terms of Regulation 30 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the promoter of every target company and any persons acting in concert are required to disclose their aggregate shareholding as of the 31st March to stock exchange where the shares of the target company are listed.

We are making the relevant disclosure on behalf of the Promoters and Promoter Group Shareholders of Hindustan Construction Company Ltd, in the prescribed form under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for your records.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

**Signature of the Authorised Representative of Hincon Holdings Ltd
(For and on behalf of Promoters and Member of Promoter Group)
For Hincon Holdings Ltd**

**Sd/-
Shilpa Bhatia
Secretarial Department**

Cc: Hindustan Construction Company Ltd.

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Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	Hindustan Construction Company Ltd		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	The BSE Ltd National Stock Exchange of India Ltd		
3	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Names of Promoters and Member of the Promoter group <u>Promoters</u> Mr. Ajit Gulabchand Hincon Holdings Ltd Hincon Finance Limited Ms. Shalaka Gulabchand Dhawan Shalaka Investment Pvt Ltd <u>Member of the Promoter group</u> Arya Capital Management Pvt Ltd Anjani Ashwin Parekh		
	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
A	Mr. Ajit Gulabchand			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	21,17,294	0.14	0.14
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
B	Hincon Holdings Ltd			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	21,60,23,600	14.28	14.28
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
C	Hincon Finance Limited			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	6,22,61,186	4.12	4.12
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-

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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
D	Ms. Shalaka Gulabchand Dhawan			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	10,000	0.00	0.00
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
E	Shalaka Investment Pvt Ltd			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	5,38,000	0.04	0.04
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	<u>Member of the promoter group</u>			
F	Arya Capital Management Pvt Ltd			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	24,40,13,391	16.13	16.13
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
G	Anjani Ashwin Parekh ⁺			
	As of 31 st March 2020, holding of:			
	a) Equity Shares	2,51,400	0.02	0.02
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants	-	-	-
	d)Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	52,52,14,871	34.71	34.71

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**In relation to receipt of application dated 16th October 2018 and further application dated 29th January, 2019 from Ms. Anjani A Parekh, member of the promoter group of the Company requesting for re-classification of her status from promoter group to public, the Board of Directors of the Company at its meeting held on 7th February, 2019, has considered her request and approved the re-classification which was also re-affirmed by the Board on 17th June, 2019. The shareholders of the Company provided their approval at the Annual General Meeting held on 26th September, 2019 and the Company has filed the application to the both the Stock Exchanges on BSE Ltd and National Stock Exchange of India Ltd on 24th October, 2019. We await the said approval.*




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Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part B

Name of the Target Company (TC)	Hindustan Construction Company Ltd	
Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter Group	PAN of the person and PACs
<u>Promoters</u> Mr. Ajit Gulabchand Hincon Holdings Ltd Hincon Finance Limited Ms. Shalaka Gulabchand Dhawan Shalaka Investment Pvt Ltd <u>Member of the Promoter group</u> Arya Capital Management Pvt Ltd Anjani Ashwin Parekh	Promoter } Promoter Company } Promoter Company } Promoters Promoter } Promoter Company } Member of the Promoter Group Member of the Promoter Group	

(*) 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.

@ While computing the % of shareholding in the total voting capital, we have not considered the conversion of the Optionally Convertible Debentures (OCDs) held by the Lenders as the price as on the Entitlement Date for conversion of the OCDs into Equity Shares, is a future price based on Relevant Date which shall be 30 days prior to the Entitlement Date, to be determined as per the extant regulations and such price shall decide the ratio of conversion of OCDs into Equity Shares of the Company. Upon Lenders exercising their right to convert OCDs into Equity Shares, shareholding pattern and consequentially the voting capital of the Company would undergo change accordingly.

**Signature of the Authorised Representative of Hincon Holdings Ltd
(For and on behalf of Promoters and Member of Promoter Group)**

Sd/-

(SHILPA A BHATIA)

Place: Mumbai
Date: 22 May 2020

CC: Hindustan Construction Company Ltd
Hincon House, LBS Marg,
Vikhroli West, Mumbai 400 078.