

Vivek Talwar
Managing Director

27th December, 2011

To,

Corporate Service Dept.
Bombay Stock Exchange Limited
Jeejeebhoy Towers, Dalal Street
Mumbai - 400 023.

The Listing Department
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400051

Ref.: BSE code: 532722; NSE code: NITCO; ISIN: INE858F01012

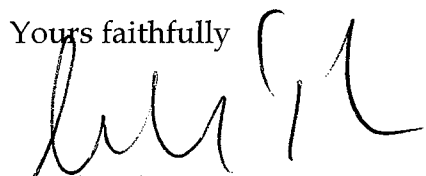
Sub.: Disclosure under Regulation 31(1) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011

Dear Sir,

Pursuant to Regulation 31(1) read with Regulation 31(3) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011 (the 'said Regulations'), I hereby make the necessary disclosure in the form specified under the said Regulations

Kindly acknowledge the receipt.

Yours faithfully



Vivek Talwar

CC To: Nitco Limited, Nitco House, Recondo Compound, Inside Municipal Asphalt Compound, S. K. Ahire Marg, Worli, Mumbai - 400030.

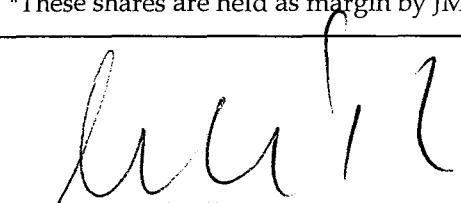
Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Nitco Limited
Name of the Promoter(s) on whose shares encumbrance was created (tick the relevant one)	Vivek Talwar (Promoter)
Names of the stock exchanges where the shares of the target company are listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited

Details of the promoters' holding:
(The term "event" indicates creation of encumbrance)

Promoter (s) or PACs with him	Pre-event holding		Details of events pertaining to encumbrance		Post event holding (encumbrance shares to be excluded)		Details of encumbrance (pledge/lien or other-give details)
Names	Number	% of total share capital	Type-creation/ invocation/ release	Date(s)	Number	% of total share Capital	
Vivek Talwar	6323669	19.40%	555000* (creation)	14.12.2011	5768669	17.69%	Creation of encumbrance in favour of JM Financial Services Private Limited
Vivek Talwar	5768669	17.69%	156000* (creation)	20.12.2011	5612669	17.21%	Creation of encumbrance in favour of JM Financial Services Private Limited

*These shares are held as margin by JM Financial Services Private Limited.


VIVEK TALWAR

Place: Mumbai
Date: 27.12.2011