

April Investment & Finance Private Limited

Regd. office-201, WZ-119, Opp., "B" Block, Mata Mandir, Naraina, New Delhi-110028

April SEBI-29(2) 04 2013

02.04.2013

The General Manager- Listing
The Bombay Stock Exchange
Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street,

Mumbai-400001

Fax: 022-22723121

: 022-22722039

The Secretary,

Luxembourg Stock Exchange,

11, av de la Porte-Neuve

L-2227 Luxembourg

Tel : (352) 47 79 36 - 1

Fax : (352) 47 32 98

ISIN:- US69921M1027

COMMON CODE 24397076

~~The Asst. Vice President (Listing)~~
~~National Stock Exchange of India~~
~~Ltd.~~

"Exchange Plaza", Bandra-Kurla
Complex,

Bandra (East),

Mumbai-400 051

Fax: 022-2659 8237, 38

The Secretary,

Luxembourg Stock Exchange,

11, av de la Porte-Neuve

L-2227 Luxembourg

Tel : (352) 47 79 36 - 1

Fax : (352) 47 32 98

ISIN:- XS0276171823 COMMON

CODE 027617182

The Sr. General Manager,
Listing Department,
The Calcutta Stock Exchange
Association Limited

7, Lyons Range,

Calcutta- 700 001

FAX: 033-2104492/ 2104500/

2202514

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir,

In compliance of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time, please find enclosed herewith the Disclosure under Regulation 29(2) of the said Regulations consequent to allotment of shares of Paramount Communications Limited (PCL) to the public.

FROM : ----->-----

FAX NO. : -----

Apr. 03 2013 11:09AM P2

been authorised to file it.

Kindly update website at the earliest.

Thanking You

For April Investment & Finance Private Limited

(Raj Kumar Aggarwal)

Director

Copy to: M/s. Paramount Communications Ltd.

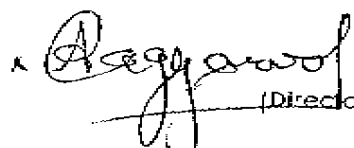
C-125, Naraina Industrial Area, Phase-I,

New Delhi-110028.

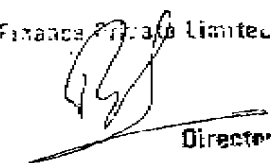
DISCLOSURES UNDER REGULATION 29(1) & 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011¹

1. Name of Target Company (TC)	Paramount Communications Ltd.
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Paramount Telecables Ltd. April Investment And Finance Pvt. Ltd. <i>PAC being persons falling under Promoters/promoter group:</i> Sanjay Aggarwal Sandeep Aggarwal Kamla Aggarwal Shyam Sunder Aggarwal (HUF) Sanjay Aggarwal (HUF) Sandeep Aggarwal (HUF) Shashi Aggarwal Jtly with Archana Aggarwal Shashi Aggarwal Archana Aggarwal Parul Aggarwal Tushar Aggarwal Dhruv Aggarwal Parth Aggarwal Worth Finance and Leasing Pvt. Ltd. Ekta Aayat Niryat Pvt. Ltd. Hertz Electricals (International) Pvt. Ltd.
3. Whether the acquirer belongs to Promoter/Promoter group	YES

For Paramount Telecables Ltd.

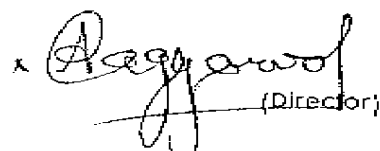

(Director)

or April Investment & Finance Private Limited

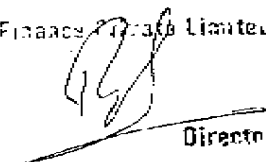

Director

4. Name(s) of the stock exchange(s) where the shares of the TC are listed	a) Bombay Stock Exchange Ltd. b) The National Stock Exchange of India Ltd. c) The Calcutta Stock Exchange Association Limited ² d) The Luxembourg Stock Exchange ³		
<i>Before the acquisition under consideration, holding of:</i>	<i>No. of shares</i>	<i>% w.r.t. total shares/voting capital wherever applicable</i>	<i>% of total diluted share/voting capital of TC (*)</i>
a) Shares carrying voting rights	3,23,19,457	34.74	N.A.
b) Voting rights (VR) otherwise than by shares	NIL	NIL	N.A.
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).	NIL	NIL	N.A.
Total (a+b+c)	3,23,19,457	34.74	N.A.
<i>Details of acquisition</i>	<i>No. of shares</i>	<i>% w.r.t. total shares/voting capital wherever applicable</i>	<i>% of total diluted share/voting capital of TC (*)</i>
a) Shares carrying voting rights acquired/sold	3,22,06,500	25.72	N.A.
b) VRs acquired /sold otherwise than by shares	NIL	NIL	N.A.
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/sold.	NIL	NIL	N.A.
Total (a+b+c)	3,22,06,500	25.72	N.A.

For Paramount Telecables Ltd.


(Director)

or April Investment & Finance Private Limited


Director

After the acquisition, holding of:	No. of shares	% w.r.t. total shares/voting capital wherever applicable	% of total diluted share/voting capital of TC (%)
a) Shares carrying voting rights	6,45,25,957	51.52	N.A.
b) Voting rights (VR) otherwise than by shares	NIL	NIL	N.A.
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.	NIL	NIL	N.A.
Total (a+b+c)	6,45,25,957	51.52	N.A.
6. Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	30.03.2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 18,60,53,930/- (Rupees Eighteen Crore Sixty Lac Fifty Three Thousand Nine Hundred Thirty)		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 25,04,66,930/- (Rupees Twenty Five Crore Four Lac Sixty Six Thousand Nine Hundred Thirty)		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 25,04,66,930/- (Rupees Twenty Five Crore Four Lac Sixty Six Thousand Nine Hundred Thirty)		

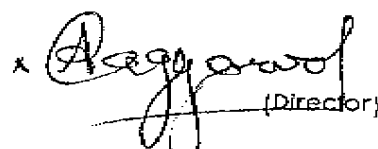
(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

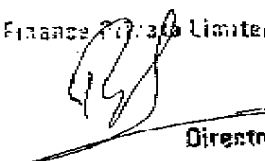
Notes :-

1. The above disclosure is being made by Paramount Telecabes Ltd. & April Investment And Finance Pvt. Ltd. being the allottees and persons falling under promoter group of the Company the shareholding before and after allotment is the total holding of promoters/promoter group of the Company in terms of Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Since the shareholding before allotment of the acquirers together with PAC (Promoter group) is more than 5% thus no separate disclosure shall be made under Regulation 29(1) of the said regulations.
2. The TC has made application for voluntary delisting of its equity shares from Calcutta Stock Exchange Association Ltd. and which is still pending for disposal.
3. The GDRs and FCCBs of the company are listed at Luxembourg Stock Exchange.

For Paramount Telecabes Ltd.

or April Investment & Finance Private Limited.


(Director)


Director

Place: New Delhi.

Date: 02.04.2013.

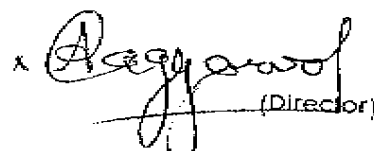
(Signature of Authorised Signatory)

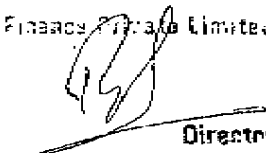
Annexure :

Details of Acquirers and PAC	Before Acquisition		Details of Acquisition		After Acquisition	
	No. of shares	% w.r.t. total shares/voting capital wherever applicable	No. of shares	% w.r.t. total shares/voting capital (post issue Capital)	No. of shares	% w.r.t. total shares/voting capital wherever applicable
Paramount Telecabls Ltd.	35,20,000	3.78	2,13,31,500	17.03	2,48,51,500	19.85
April Investment And Finance Pvt. Ltd.	21,65,172	2.33	1,08,75,000	8.68	1,30,40,172	10.41
Sub Total	56,85,172	6.11	3,22,06,500	25.72	3,78,91,672	30.26
PAC being persons falling under Promoters/promoter group:						
Sanjay Aggarwal	58,26,100	6.26			58,26,100	4.65
Sandeep Aggarwal	57,32,300	6.16			57,32,300	4.58
Kumla Aggarwal	57,31,600	6.16			57,31,600	4.58
Shyam Sunder Aggarwal (HUF)	42,000	0.05			42,000	0.03
Sanjay Aggarwal (HUF)	7,00,000	0.75			7,00,000	0.56
Sandeep Aggarwal (HUF)	3,25,000	0.35			3,25,000	0.26
Shashi Aggarwal Jtly with Archana Aggarwal	19,00,000	2.04			19,00,000	1.52
Shashi Aggarwal	4,09,800	0.44			4,09,800	0.33
Archana Aggarwal	4,17,855	0.45			4,17,855	0.33
Parul Aggarwal	2,74,125	0.29			2,74,125	0.22
Tushar Aggarwal	2,74,125	0.29			2,74,125	0.22
Dhruv Aggarwal	2,74,125	0.29			2,74,125	0.22
Parth Aggarwal	2,74,125	0.29			2,74,125	0.22
Worth Finance and Leasing Pvt. Ltd.	44,24,330	4.76			44,24,330	3.53
Ekta Ayat Niryat Pvt. Ltd.	10,750	0.01			10,750	0.01
Hertz Electricals (International) Pvt. Ltd.	18,050	0.02			18,050	0.01
Total	3,23,19,457	34.74	3,22,06,500	25.72	6,45,25,957	1.52

For Paramount Telecabls Ltd.

or April Investment & Finance Private Limited.


(Director)


Director