

Date: 30/03/2017

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400 001

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

Sub.: Disclosure under Regulation 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref.: Scrip ID: PC Jeweller

Scrip Code: 534809

Dear Sirs,

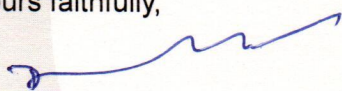
In terms of Regulation 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith a disclosure regarding release of encumbrance (**Non Disposal Undertaking**) on shareholdings of followings Promoters / PAC's:

- | | |
|----------------------------|------------|
| 1) Shri Balram Garg | - Promoter |
| 2) Shri Padam Chand Gupta | - Promoter |
| 3) Padam Chand Gupta (HUF) | - PAC |
| 4) Smt. Pooja Garg | - PAC |
| 5) Balram Garg (HUF) | - PAC |

Kindly take the same on record.

Thanking you.

Yours faithfully,



(BALRAM GARG)
Promoter & Managing Director

Encl.: As above

CC: The Company Secretary
PC Jeweller Limited,
C – 54, Preet Vihar, Vikas Marg,
Delhi – 110 092

PC Jeweller Limited

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)		PC Jeweller Limited											
Names of the stock exchanges where the shares of the target company are listed		(1) BSE Limited (2) National Stock Exchange of India Limited											
Date of reporting		March 30, 2017											
Name of the promoter or PAC on whose shares encumbrance has been created / released / invoked		1) Shri Balram Garg - Promoter 2) Padam Chand Gupta - Promoter 3) Padam Chand Gupta (HUF) - PAC 4) Smt. Pooja Garg - PAC 5) Balram Garg (HUF) - PAC											
Details of the creation/release of encumbrance:													
Name of the promoter(s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Type of event (creation / release / invocation)	Date of creation / release / invocation of encumbrance	Type of encumbrance (pledge / lien / non disposal undertaking / others)	Reasons for encumbrance **	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital								Number	% of total share capital
Shri Balram Garg	66976050	37.39	48343612	26.99	Release	March 30, 2017	... Non Disposal Undertaking ...	In terms of the Investment Agreement dated April 18, 2016 entered into by PC Jeweller Limited with DVI Fund (Mauritius) Ltd and the Sponsors Agreement dated April 28, 2016.	48343612	26.99	None	Nil	Nil
Shri Padam Chand Gupta	50371800	28.12	40206531	22.44	Release	March 30, 2017			40206531	22.44	None	Nil	Nil
Padam Chand Gupta (HUF)	1085100	0.61	769042	0.43	Release	March 30, 2017			769042	0.43	None	Nil	Nil
Smt. Pooja Garg	310200	0.17	219848	0.12	Release	March 30, 2017			219848	0.12	None	Nil	Nil
Balram Garg (HUF)	42000	0.02	29767	0.02	Release	March 30, 2017			29767	0.02	None	Nil	Nil

Note: 1) DVI Fund (Mauritius) Ltd vide its letter dated March 30, 2017 consented for deletion/removal of Non Disposal Undertaking clause in aforesaid Investment and Sponsors Agreements. Hence, the encumbrance created on shareholdings of aforesaid Promoters & PAC's due to Non Disposal Undertaking stands released w.e.f. March 30, 2017.

2) The aforesaid details pertain only to equity share capital of PC Jeweller Limited and do not taken into account preference share capital of the Company.

BALRAM GARG
(Promoter)

Place: Delhi

Date: 30/03/2017

*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 date of event or 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.