

PPPL CONSTRUCTIONS PRIVATE LIMITED

CIN-U45400DL2015PTC288721

Date: 21.04.2016

To,
The Manager
The Department of Corporate Services
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai-400 001

To,
The Manager
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Dear Sir,

Sub: Notice under Regulation 10 (5) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011

In compliance with Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeover) Regulations, 2011, we are enclosing herewith information / notice about our proposed acquisition of Equity Shares in PNC Infratech Limited (Scrip Code BSE: 539150 and NSE: PNCINFRA).

This is to inform you that, we are part of Promoter Group of PNC Infratech Limited, being wholly owned subsidiary Company of NCJ Infrastructure Private Limited and willing to acquire 24,93,000 Equity Shares through inter se transfer from PNC Project Private Limited and PNC Cold Storage Private Limited., also part of the Promoter Group of PNC Infratech Limited.

Date of Acquisition will be on or after April 28, 2016 (Advance clear notice of four working days).

You are hereby requested to take on record the above notice in advance.

Please acknowledge the receipt and oblige
Thanking you,

For PPPL Constructions Private Limited


(Pankaj Kumar Jain)
Director
Din No. 07445462
Address: H. No. 31, IInd Floor,
Dholpur House, Thana Rakabganj,
Agra-282001



Encl: As stated above

Regd Address: Basement Floor, D-5/7, Vasant Vihar, New Delhi-57

Format for Disclosures under Regulation 10(5)– Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company(TC)	PNC Infratech Limited ('PNC')
2. Name of the acquirer(s)	PPPL Constructions Private Limited
3. Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	PPPL Constructions Private Limited is a wholly owned subsidiary of NCJ Infrastructure Private Limited which is one of the Promoters of the Target Company
4. Details of the proposed acquisition	
a Name of the person(s) from whom shares are to be acquired	PNC Project Private Limited and PNC Cold Storage Private Limited
b Proposed date of acquisition	Within 30 days of filing this intimation with stock exchange
c Number of shares to be acquired from each person mentioned in 4(a) above	PNC Project Private Limited – 21,33,000; and PNC Cold Storage Private Limited – 3,60,000.
d Total shares to be acquired as % of share capital of TC	4.86%
e Price at which shares are proposed to be acquired	Nil
f Rationale, if any, for the proposed transfer	Inter-se promoter group share realignment pursuant to internal re-organization of promoters' shareholding
5. Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(iii)
6. If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	NSE-506.79
7. If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation(2) of regulation 8.	Not Applicable
8. Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Acquirer declares that the acquisition price would not be higher by more than 25% of the price computed in point 6



9/Jan

9. Declaration by the acquirer, that the transfer or and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)		We confirm that Transferor and Transferee have complied and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)			
10. Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		We confirm that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	%w.r.t total share capital of TC	No. of shares /voting rights	%w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)			
		<u>Acquirer:-</u>			
		PPPL Constructions Private Limited			
		0	0.00	24,93,000	4.86
		<u>PAC with Acquirer:-</u>			
		2,87,68,200	56.07	2,87,68,200	56.07
		Refer Table Below			
	b	Seller (s)			
		24,93,000	4.86	0	0.00

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



Sr. No.	Name of the shareholder	Details of Shares held			
		Before proposed Acquisition		After proposed Acquisition	
		Number of shares held	As a % of grand total	Number of shares held	As a % of grand total
1	Madhavi Jain	35,99,700	7.02	35,99,700	7.02
2	Navin Kumar Jain	35,51,625	6.92	35,51,625	6.92
3	Yogesh Kumar Jain	32,91,225	6.41	32,91,225	6.41
4	Pradeep Kumar Jain	30,02,325	5.85	30,02,325	5.85
5	Renu Jain	23,34,300	4.55	23,34,300	4.55
6	Shri Mahaveer Infrastructure Private Limited	6,00,000	1.17	6,00,000	1.17
7	Chakresh Kumar Jain	18,51,300	3.61	18,51,300	3.61
8	Ashita Jain	15,74,700	3.07	15,74,700	3.07
9	Meena Jain	14,85,300	2.89	14,85,300	2.89
10	Shri Parasnath Infrastructures Private Limited	14,10,000	2.75	14,10,000	2.75
11	Pradeep Kumar Jain	10,50,000	2.05	10,50,000	2.05
12	Yogesh Kumar Jain	10,20,300	1.99	10,20,300	1.99
13	KMJ Infrastructure Private Limited	2,81,250	0.55	2,81,250	0.55
14	Chakresh Kumar Jain	4,35,225	0.85	4,35,225	0.85
15	Abhinandan Jain	3,48,600	0.68	3,48,600	0.68
16	PNC Cold Storage Pvt Ltd	3,60,000	0.70	-	-
17	Premwati Jain	2,70,300	0.53	2,70,300	0.53
18	NCJ Infrastructure Private Limited	1,68,750	0.33	1,68,750	0.33
19	Naveen Kumar Jain	300	0.00	300	0.00
20	PNC Project Private Limited	21,33,000	4.16	-	-
21	PPPL Constructions Private Limited	-	-	24,93,000	4.86
	TOTAL	2,87,68,200	56.07	2,87,68,200	56.07

