

CONSTRUCTIVE FINANCE PVT. LTD.

Adm. Office : SF-202, Peach Tree, C-Block, Sushant Lok-1, Gurgaon - 122002

Ph.: 0124 - 4262305 / 07 / 08 ♦ Fax. 0124 - 4262306

CIN : U67120DL1988PTC250410

To,

Date: 10.03.2017

Dept of Corporate Services Bombay Stock Exchange Limited P.J Towers, Dalal Street Mumbai - 400001	National Stock Exchnage of India Limited Exchange Plaza, 5 th Floor, Plot No C/1, G Block Bandra Kurla Complex Bandra East Mmbai - 400051
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Dear Sir,

Sub: Inter-se transfer of shares amongst Promoter Group

Ref: Intimation under Regulation 10(5) of SEBI (SAST) Regulations, 2011

This is to inform you that Sunrays Properties and Investment Co. Pvt Ltd, being a part of the Promoter Group of PTL Enterprises Limited, proposes to transfer 13195324 equity shares of Rs.2/- each of PTL Enterprises Limited, by way of gift to Constructive Finance Pvt. Ltd which is a part of the Promoter Group of PTL Enterprises Limited.

This being an inter se transfer of shares amongst the Promoter Group, the same falls within the exemption under Regulation 10(1)(a)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Consequent to the above acquisition, the shareholding of Constructive Finance Pvt. Ltd in PTL Enterprises Limited will increase from 33017575 to 46212899.

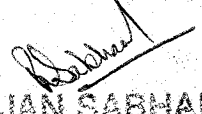
The aggregate holding of Promoters Group before and after the above inter se transaction remains the same.

In this connection the necessary disclosures under Regulation 10(5) for the above said acquisition in the prescribed format is enclosed herewith for your kind information and records

Thank you

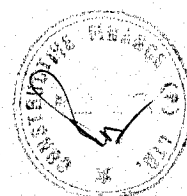
Yours faithfully

For and behalf of Constructive Finance Pvt. Ltd


RAJAN SABHARWAL
Director
(02372919)
13-CM-Type, Shalimar (Appts),
Shalimar Garden,
Main Dist Ghd-201005

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)	PTL Enterprises Ltd.
2	Name of the acquirer(s)	Constructive Finance Pvt Ltd
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	Yes
4	Details of the proposed acquisition	Transfer of 13195324 equity shares of Rs.2/- each of PTL Enterprises Limited held by Sunrays Properties and Investment Co. Pvt Ltd to Constructive Finance Pvt. Ltd by way of gift
	a. Name of the person(s) from whom shares are to be acquired	M/s. Sunrays Properties and Investment Co. Pvt Ltd.
	b. Proposed date of acquisition	On or after 18.03.2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	13195324 equity shares of Rs.2 /- of PTL Enterprises Ltd.
	d. Total shares to be acquired as % of share capital of TC	19.94%
	e. Price at which shares are proposed to be acquired	The Shares would be gifted by Sunrays Properties and Investment Co. Pvt Ltd. to the Acquirer, Constructive Finance Pvt. Ltd.
	f. Rationale, if any, for the proposed transfer	Interse between Promoter Group Companies of the Target Company, without consideration.
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii)



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.		142 (NSE)			
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		N.A			
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.		The Proposed Transfer being in the nature of gift. Hence no consideration is being paid by the Acquirer			
9	Declaration by the acquirer, that the transferor 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)		The Acquirer, Constructive Finance Pvt. Ltd., hereby declares that the acquirer and transferor have complied and will comply with all the applicable disclosure requirement in chapter Chapter V of the Takeover Regulations, 2011			
	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		The Acquirer, Constructive Finance Pvt. Ltd., hereby declares that all the condition specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
	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 *	33017575	49.88%	46212899	69.82
	b.	sellers	13195324	19.94%	Nil	-

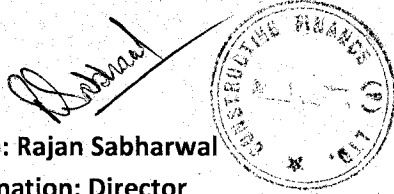
*There is no PACs



We hereby also declare that all provisions of Chapter V of the SEBI(Substantial Acquisition of Shares and Takeover) Regulations, 2011 shall be complied with.

We hereby also declare that all the condition specified under regulation 10(1)(a) of the SEBI(Substantial Acquisition of Shares and Takeover) Regulations, 2011 with hasbeen duly complied with.

For and behalf of Constructive Finance Pvt. Ltd

A handwritten signature in black ink, appearing to read 'R. Sabharwal', is written over a circular stamp. The stamp contains the text 'CONSTRUCTIVE FINANCE' around the top edge and 'PVT. LTD.' around the bottom edge, with a small star in the center.

Name: Rajan Sabharwal

Designation: Director

Date: 10.03.2017

Place: Gurgaon