

PENTAGRAM PROJECTS PRIVATE LIMITED

Company Reg. Add: The Exchange, Plot No. 2A, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik - 422002

Date: 06/09/2016

To,

Bombay Stock Exchange Limited

Department of Listing,
P. J. Towers, Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Sub:- 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

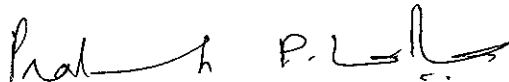
With reference to the captioned subject matter, we, Pentagram Projects Pvt Ltd. hereby submit the attached disclosures.

You are requested to take the same on your record.

Thanking You,

Yours Faithfully,

For **Pentagram Projects Pvt Ltd**



Authorized Signatory

PENTAGRAM PROJECTS PRIVATE LIMITED

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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)	<u>Prakash Constrowell Limited</u>
2.	Name of the acquirer(s)	Pentagram Projects 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	Acquirer is not the promoter of the TC. Mr. Prakash Laddha & Mrs. Aruna Laddha who are the promoters (along with other persons) of the TC holds 100% equity share in the Pentagram Projects Pvt. Ltd.
4.	Details of the proposed acquisition	
	i. Name of the person(s) from whom shares are to be acquired	a. <u>Mr. Prakash Laddha</u> b. <u>Mrs. Aruna Laddha</u>
	ii. Proposed date of acquisition	<u>07/09/2016</u>
	iii. Number of shares to be acquired from each person mentioned in 4(i) above	a. <u>2,69,68,351 equity shares i.e. 21.45% of total outstanding equity shares from Mr. Prakash Laddha</u> b. <u>3,78,00,000 equity shares i.e. 30.08% of total outstanding equity shares from Mrs. Aruna Laddha</u>
	iv. Total shares to be acquired as % of share capital of TC	<u>51.53%</u>
	v. Price at which shares are proposed to be acquired	<u>Rs. 10/- (Rupees Ten Only)</u>
	vi. Rationale, if any, for the proposed transfer	<u>Inter-se Transfer</u>
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	<u>(iii)</u>
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.	<u>Shares of the TC are frequently traded. Rs. 10.27/- (Rupees Ten & Twenty Seven Paise only)</u>
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of Regulation 8.	<u>N.A.</u>

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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.	<u>Not Applicable</u>			
9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	<u>Annexure 1</u>			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	<u>Annexure 1</u>			
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
	i. Acquirer(s) and PACs (other than sellers)(*)	<u>Nil</u>	<u>Nil</u>	<u>6,47,68,351</u>	<u>51.53%</u>
	ii. Seller (s)	<u>6,47,68,351</u>	<u>51.53%</u>	<u>Nil</u>	<u>Nil</u>
	<u>Mr. Prakash Laddha</u>	<u>2,69,68,351</u>	<u>21.45%</u>		
	<u>Mrs. Aruna Laddha</u>	<u>3,78,00,000</u>	<u>30.08%</u>		

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.