CAWDOR ENTERPRISES LIMITED

Registered Office: Palm Grove House, PO Box 438, Road Town, Tortola, British Virgin Islands

April 26, 2016

To

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

Symbol: PUNJLLOYD

BSE Limited
Department of Corporate Services
25th Floor
P J Towers
Dalal Street
Mumbai – 400001

Scrip Code: 532693/PUNJLLOYD

Punj Lloyd Limited
Punj Lloyd House
17-18 Nehru Place
New Delhi-110019

Dear Sir/Madam,

Sub: Disclosure under 31 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 31 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we would like to inform you that 6,02,18,955 Equity Shares of Punj Lloyd Limited held by the Company which was already encumbered through a Non Disposal Agreement executed with IFCI Limited have been further encumbered vide a new Non Disposal Agreement executed with SBICAP Trustee Company Limited dated 22.04.2016.

Please find enclosed herewith relevant disclosure in the prescribed format for your information and record.

Thanking You,

Yours faithfully,
Cawdor Enterprises Limited

Authorised Signatory

Correspondence Address: **78 Institutional Area, Sector 32, Gurgaon – 122 001**
Tel: +91 124 2620 493 Fax: 91 124 2620 111

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)	Punj Lloyd Limited
Names of the Stock Exchanges where the shares of the target company are listed	BSE LIMITED, NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Date of reporting	26th April 2016
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Cawdor Enterprises Limited

Details of the creation/invocation/release of encumbrance:

Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		# Details of events pertaining to encumbrance (3)							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	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***	Number	% of total share capital
Cawdor Enterprises Limited	75691430	22.79%	60218955	18.13%	Execution of Non – Disposal Agreement	22.04.2016	Non-Disposal Agreement	Refer Note 1	60218955	18.13%	Refer Note 2	60218955	18.13%
Spectra Punj Finance Private Limited	22148305	6.67%	14448305	4.35%	-	-	-	-	-	-	-	14448305	4.35%
Atul Punj	1430540	0.43%	-	-	-	-	-	-	-	-	-	-	-
PLE Hydraulics Private	40	0.00%	-	-	-	-	-	-	-	-	-	-	-

For CAWDOR ENTERPRISES LIMITED

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Limited													
Uday Punj HUF	631246	0.19%	-	-	-	-	-	-	-	-	-	-	-
Uday Punj	772146	0.23%	-	-	-	-	-	-	-	-	-	-	-
Atul Punj HUF	820	0.00%	-	-	-	-	-	-	-	-	-	-	-
Indu Rani Punj	9997065	3.01%	-	-	-	-	-	-	-	-	-	-	-
Satyanarian Prakash Punj	10537281	3.17%	-	-	-	-	-	-	-	-	-	-	-
Jyoti Punj	501725	0.15%	-	-	-	-	-	-	-	-	-	-	-
Mangalam Punj	754962	0.23%	-	-	-	-	-	-	-	-	-	-	-

For CAWDOR ENTERPRISES LIMITED

Signature of the Authorized Signatory:

Authorised Signatory

Place : Gurgaon

Date : 26th April 2016

* 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 the name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Note 1: Reasons for encumbrance:

a. 6,02,18,955 Equity Shares were already encumbered through a Non Disposal Agreement executed with IFCI Limited;

b. The same shares are further encumbered vide a new Non Disposal Agreement executed with SBICAP Trustee Company Limited dated 6,02,18,955 to secure the term loan availed/to be availed by the Punj Lloyd Limited (Target Company).

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Note 2: Name of the entity in whose favour shares encumbered:

Security is created in favour of SBICAP Trustee Company Limited for the benefits of the following Lenders:

S. No.	Name of Lender
1	Andhra Bank
2	Axis Bank
3	Bank of India
4	Canara Bank
5	Dhanlakshmi Bank
6	HDFC Bank
7	ICICI Bank
8	Karur Vysya Bank
9	L&T Infrastructure Finance Co Ltd
10	Oriental Bank of Commerce
11	RBL Bank
12	Srei Infrastructure Finance Co
13	State Bank of India
14	State Bank of Patiala
15	UCO Bank
16	Central Bank of India
17	IDBI Bank
18	DBS Bank
19	United Bank of India
20	J & K Bank
21	State Bank of Hyderabad
22	Indian Overseas Bank

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