

Date: 29.08.2017

To,
The Manager
The Department of Corporate Services
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai-400 001
Scrip Code BSE: 539150

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

Dear Sir,

Sub: Inter-se transfer of Shares amongst the Promoter Group and relatives
Ref: Intimation under Reg. 10(5) of the SEBI (Substantial Acquisition of Shares & Takeover)
Regulations, 2011

With reference to the subject cited above, this is to inform that Mr. Naveen Kumar Jain, Mr. Chakresh Kumar Jain and Mr. Yogesh Kumar Jain, being a part of Promoter Group of PNC Infratech Limited (hereinafter referred as "the Company") intended to acquire 10,13,625 Equity Shares of the Company by way of gift without consideration from their brother forming part of Promoter Group as follows:

S. No.	Date of transaction on or after	Name of the Person (belongs to Promoter Group)- Transferor	Name of the Transferee/ Acquirer	No. of shares proposed to be acquired by way of gift	% of holding
1	05.09.2017	Mr. Pradeep Kumar Jain	Mr. Naveen Kumar Jain	3,37,875	0.13
2	05.09.2017	Mr. Pradeep Kumar Jain	Mr. Chakresh Kumar Jain	3,37,875	0.13
3	05.09.2017	Mr. Pradeep Kumar Jain	Mr. Yogesh Kumar Jain	3,37,875	0.13
Total				10,13,625	0.39

This being an inter se transfer of shares amongst Promoter Group and inter se relatives, the same falls within the exemptions under Regulation 10(1)(a)(i) provided under SEBI(SAST), 2011. The aggregate holding of Promoter and Promoter Group before and after inter se transaction remains the same. (Details individually enclosed).

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

Please acknowledge the receipt and oblige.

Thanking you,

Yours faithfully,



Chakresh Kumar Jain
R/o: D-53, Kamla Nagar,
Agra-282005

Encl: As stated above

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)	Naveen Kumar Jain	Chakresh Kumar Jain	Yogesh Kumar Jain
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	Mr. Naveen Kumar Jain, Mr. Chakresh Kumar Jain and Mr. Yogesh Kumar Jain are the Promoters of Target Company		
4.	Details of the proposed acquisition			
a	Name of the person(s) from whom shares are to be acquired	Mr. Pradeep Kumar Jain		
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	10,13,625 Equity Shares		
d	Total shares to be acquired as% of share capital of TC	0.39%		
e	Price at which shares are proposed to be acquired	Nil		
f	Rationale, if any, for the proposed transfer	Inter-se transfer amongst promoter group between relatives without consideration as a gift		
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open	10(1)(a)(i) & (ii) of SEBI (SAST) Regulations, 2011		
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 : Rs. 144.29/-		
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.	Not Applicable		
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)	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)		

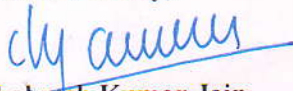


10.	Declaration by the acquirer that all the conditions Specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We confirm that all the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11.	Shareholding details	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> Naveen Kumar Jain	17758125	6.92	18096000	7.05
	Chakresh Kumar Jain	2176125	0.85	2514000	0.98
	Yogesh Kumar Jain	16456125	6.41	16794000	6.55
	<u>PAC with Acquirer:-</u> Refer Table Below	127477875	49.69	128491500	50.09
b	Seller (Pradeep Kumar Jain)	16363125	6.38	15349500	5.98

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.

Yours faithfully,



Chakresh Kumar Jain
R/o: D-53, Kamla Nagar,
Agra-282005

Sr. No.	Name of the shareholder	Details of Shares held					
		Before proposed Acquisition		Inter se transaction on		After proposed Acquisition	
		Number of shares held	As a % of grand total	Number of shares transferred	As a % of grand total	Number of shares held	As a % of grand total
1	PPPL Constructions Pvt. Ltd.	23921250	9.33	-	-	23921250	9.32
2	Smt. Madhavi Jain	17998500	7.02	-	-	17998500	7.02
3	Shri Naveen Kumar Jain	17758125	6.92	(+) 337875	0.13	18096000	7.05
4	Shri Yogesh Kumar Jain	16456125	6.42	(+) 337875	0.13	16794000	6.55
5	Shri Pradeep Kumar Jain	16363125	6.38	(-) 1013625	0.40	15349500	5.98
6	Smt. Renu Jain	11671500	4.55	-	-	11671500	4.55
7	Chakresh Kumar Jain (HUF)	9256500	3.61	-	-	9256500	3.61
8	Smt. Ashita Jain	7873500	3.07	-	-	7873500	3.07
9	Smt. Meena Jain	7426500	2.9	-	-	7426500	2.89
10	Pradeep Kumar Jain (HUF)	5250000	2.05	-	-	5250000	2.05
11	Yogesh Kumar Jain (HUF)	5101500	1.99	-	-	5101500	1.99
12	Shri Chakresh Kumar Jain	2176125	0.85	(+) 337875	0.13	2514000	0.98
13	Shri Abhinandan Jain	1743000	0.68	-	-	1743000	0.68
14	NCJ Infrastructure Pvt. Ltd	843750	0.33	-	-	843750	0.33
15	Naveen Kumar Jain (HUF)	1500	0	-	-	1500	0
	TOTAL	143841000	56.07			143841000	56.07

Yours faithfully,


Chakresh Kumar Jain
R/o: D-53, Kamla Nagar,
Agra-282005

Date: August-29, 2017

To
Mr. Chakresh Kumar Jain
R/o: D-53, Kamla Nagar, Agra

Sub: Authority letter

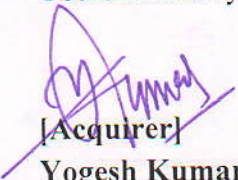
Ref: Disclosure under Regulation 10 of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 - Inter-se transfer amongst promoter group between relatives without consideration as a gift

I hereby solemnly authorise Mr. Chakresh Kumar Jain, S/o Lt. Shri Nemi Chand Jain R/o. D-53, Kamla Nagar, Agra-282005, on behalf of me, to act as an authorised Person for acquisition of 3,37,875 Equity Shares of PNC Infratech Limited ("**Target Company**") for which intimations are being filed under Regulation 10 of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 and other regulations with the Stock Exchange and Target Company.

All his actions in relation to acquisition of share will be binding on me.

Thanking you,

Yours faithfully,


[Acquirer]

Yogesh Kumar Jain
R/o: D-23, Kamla Nagar,
Agra-282005

To
Mr. Chakresh Kumar Jain
R/o: D-53, Kamla Nagar, Agra

Date : 29 August, 2017

Sub: Authority letter

Ref: Disclosure under Regulation 10 of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 - Inter-se transfer amongst promoter group between relatives without consideration as a gift

I hereby solemnly authorise Mr. Chakresh Kumar Jain, S/o Lt. Shri Nemi Chand Jain R/o. D-53, Kamla Nagar, Agra-282005, on behalf of me, to act as an authorised Person for acquisition of 3,37,875 Equity Shares of PNC Infratech Limited ("**Target Company**") for which intimations are being filed under Regulation 10 of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 and other regulations with the Stock Exchange and Target Company.

All his actions in relation to acquisition of share will be binding on me.

Thanking you,

Yours faithfully,



[Acquirer]

Naveen Kumar Jain

R/o: D-53, Kamla Nagar,

Agra-282005