

Ref: JDCL :SEC:2016

March 31, 2016

BSE Limited
25th Floor, New Trading Ring,
Rotunda Building,
P.J Towers, Dalal Street, Fort,
Mumbai - 400 001

The Manager
Listing Department
**National Stock Exchange of India
Ltd.**
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai -400 051

Fax No.: 022-22723121/2037
2039/2041

Fax No.: 022-26598237/38
022-26598347/48

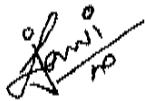
**Re: Disclosure under Regulation 31(1) of SEBI (Substantial Acquisition of
Shares and Takeovers) Regulations, 2011**

Dear Sirs,

In terms of Regulation 31(3) of SEBI (Substantial Acquisition of Shares and
Takeovers) Regulations, 2011, we, Jaypee Development Corporation Limited,
being the 'Promoter' of Andhra Cements Limited (ACL), disclose the details of
creation of pledge of 4,03,85,282 equity shares held by the Company in ACL
in compliance of Regulation 31(1), in the prescribed format.

Thanking you

Yours faithfully,
For **JAYPEE DEVELOPMENT CORPORATION LIMITED**



JHANVI SHARMA
WHOLE-TIME DIRECTOR & CFO

Encl: As above

CC.: **Andhra Cements Limited**
Sri Durga Cement Works,
Sri Durgapuram, Dachepalli-522414,
Guntur District, Andhra Pradesh.

Name of the Target Company (TC)							Andhra Cements Limited (ACL)						
Names of the stock exchanges where the shares of the target company are listed							NSE & BSE						
Date of reporting							31.03.2016						
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked							Jaypee Development Corporation Limited (JDCL)						
Details of creation/invocation/release of encumbrance: The pledge is created on 403,85,282 equity shares of ACL held by JDCL on 29.03.2016 in favour of Axis Trustee Services Limited, Security Trustee (on behalf of IDFC Limited, HDFC Limited, Andhra Bank, Karur Vysya Bank Limited, lenders of ACL).													
Name of 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[(2)-(3)]])	
	Number of shares	% of total share capital	% w.r.t. diluted share capital (**)	No. of shares	% of total share capital	Type of event (creation/release/ invocation)	Date of Creation/invocation/ release of encumbrances	Type of encumbrance (Pledge/lien/ non disposal undertaking/ others)	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
Jaypee Development Corporation Limited	20,19,26,406	68.79	68.79	11,10,59,523	37.84	creation	29.03.2016	Pledge	4,03,85,282	13.76	Axis Trustee Services Limited, Security Trustee (on behalf of IDFC Limited, HDFC Limited, Andhra Bank, Karur Vysya Bank Limited, lenders of ACL)	15,14,44,805	51.60

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement (now Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015), Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Jaypee Development Corporation Limited



Jhanvi Sharma
Whole-time Director & CFO
Place: Noida
Date : 31.03.2016