

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	Andhra Cements Limited (ACL)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Jaypee Development Corporation Limited (JDCL)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition/ disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	17,60,13,352	59.97	59.97
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NA	NA	NA
c) Voting rights (VR) otherwise than by shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NA	NA	NA
<b>e) Total (a+b+c+d)</b>	<b>17,60,13,352</b>	<b>59.97</b>	<b>59.97</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	2,59,13,054	8.82	8.82
b) VRs acquired/sold otherwise than by shares	NA	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the			

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TC (specify holding in each category) acquired/sold	NA	NA	NA
d) Shares encumbered/invoked/released by the acquirer	NA	NA	NA
<b>e) Total (a+b+c+d)</b>	<b>2,59,13,054</b>	<b>8.82</b>	<b>8.82</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	20,19,26,406	68.79	68.79
b) Shares encumbered with the acquirer	NA	NA	NA
c) VRs otherwise than by shares	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NA	NA	NA
<b>e) Total (a+b+c+d)</b>	<b>20,19,26,406</b>	<b>68.79</b>	<b>68.79</b>
Mode of acquisition/sale (e.g. open market / off-market/ public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Off Market-Transfer of shares from erstwhile Promoter in terms of Share Subscription and Share Purchase Agreement dated 15.11.2011		
Date of acquisition / sale-of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	13.05.2014		
Equity share capital / total voting capital of the TC before the said acquisition/sale	29,35,20,492 Equity Shares of the face value of Rs.10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	29,35,20,492 Equity Shares of the face value of Rs.10/- each		
Total diluted share/voting capital of the TC after the said acquisition/sale	29,35,20,492 Equity Shares of the face value of Rs.10/- each		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

*SLC*

(\*\*) 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**

  
**Pawan Kumar Jain**  
**Chairman Cum Managing Director**

**Place : Noida**  
**Date : 14.05.2014**