

HINCON HOLDINGS LTD.

Hincon House, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, India
Tel. : 91-22-2575 1000 • Fax : 91-22-2577-7568 CIN : U67120MH1996PLC102787

9th April 2018

The BSE Ltd.
1st floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra(East), Mumbai-400 051

Dear Sirs,

Sub: Disclosure under Regulation 30 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 of the Promoter Group Shareholding

Re: Hindustan Construction Company Ltd

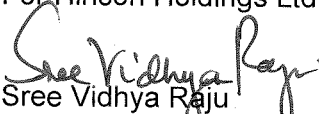
In terms of Regulation 30 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the promoter of every target company and any persons acting in concert are required to disclose their aggregate shareholding as of the 31st March to stock exchange where the shares of the target company are listed.

We are making the relevant disclosure on behalf of the Promoters and Promoter Group Shareholders of Hindustan Construction Company Ltd, in the prescribed form under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for your records.

Please acknowledge receipt.

Thanking you,
Yours faithfully,

For Hincon Holdings Ltd


Sree Vidhya Raju
Secretarial Department



Cc: Hindustan Construction Company Ltd.

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Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

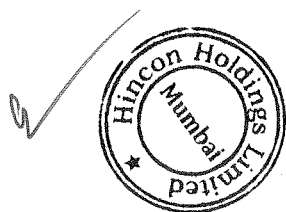
1	Name of the Target Company (TC)	Hindustan Construction Company Ltd		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	The BSE Ltd National Stock Exchange of India Ltd		
3	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Names of Promoters and Member of the Promoter group <u>Promoters</u> Mr. Ajit Gulabchand Hincon Holdings Ltd Hincon Finance Limited Ms. Shalaka Gulabchand Dhawan Shalaka Investment Pvt Ltd <u>Member of the Promoter group</u> Arya Capital Management Pvt Ltd		
	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
1	Mr. Ajit Gulabchand As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	21,17,294 - - - -	0.21 - - - -	0.21 - - - -
2	Hincon Holdings Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	21,60,23,600 - - - -	21.27 - - - -	21.27 - - - -
3	Hincon Finance Limited As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	6,22,61,186 - - - -	6.13 - - - -	6.13 - - - -



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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
4	Ms. Shalaka Gulabchand Dhawan As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants, d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	10,000 - - - -	0.00 - - - -	0.00 - - - -
5	Shalaka Investment Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d)Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	5,38,000 - - - -	0.05 - - - -	0.05 - - - -
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d)Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	65,000 - - - -	0.01 - - - -	0.01 - - - -
	Total	28,10,15,080	27.67	27.67



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(*) 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.

@ While computing the % of shareholding in the total voting capital, we have not considered the conversion of the Optionally Convertible Debentures (OCDs) by the Lender,s as the price as on the Entitlement Date for conversion of the OCDs into Equity Shares, is a future price based on Relevant Date which shall be 30 days prior to the Entitlement Date, to be determined as per the extant regulations and such price shall decide the ratio of conversion of OCDs into Equity Shares of the Company. Upon Lenders exercising their right to convert OCDs into Equity Shares, shareholding pattern and consequently the voting capital of the Company would undergo change accordingly.

**Signature of the Authorised Representative of Hincon Holdings Ltd
(For and on behalf of Promoters and Member of Promoter Group)**

Sree Vidhya Raju
(SREE VIDHYA RAJU)



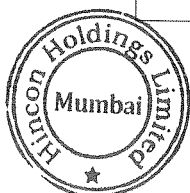
Place: Mumbai
Date: 2nd April 2018

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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
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2	Hincon Holdings Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	21,60,23,600 - - - -	21.27 - - - -	21.27 - - - -
3	Hincon Finance Limited As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants, d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	6,22,61,186 - - - -	6.13 - - - -	6.13 - - - -



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4	Ms. Shalaka Gulabchand Dhawan As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	10,000 - - - -	0.00 - - - -	0.00 - - - -
5	Shalaka Investment Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	5,38,000 - - - -	0.05 - - - -	0.05 - - - -
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	65,000 - - - -	0.01 - - - -	0.01 - - - -
	Total	28,10,15,080	27.67	27.67



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For Hincon Holdings Ltd


Ajit Gulabchand
Chairman



Place: Mumbai

Date: 2nd April 2018

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(FORMERLY HINDUSTAN FINVEST LTD.)

Hincon House, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083, India
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Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
1	Mr. Ajit Gulabchand As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants, d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	21,17,294 - - - -	0.21 - - - -	0.21 - - - -
2	Hincon Holdings Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	21,60,23,600 - - - -	21.27 - - - -	21.27 - - - -
3	Hincon Finance Limited As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c)Warrants, d)Convertible Securities e)Any other instrument that would entitle the holder to receive shares in the TC	6,22,61,186 - - - -	6.13 - - - -	6.13 - - - -



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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
4	Ms. Shalaka Gulabchand Dhawan As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	10,000 - - - -	0.00 - - - -	0.00 - - - -
5	Shalaka Investment Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	5,38,000 - - - -	0.05 - - - -	0.05 - - - -
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd As of 31 st March 2018, holding of: a) Equity Shares b) Voting Rights (otherwise than by shares) c) Warrants, d) Convertible Securities e) Any other instrument that would entitle the holder to receive shares in the TC	65,000 - - - -	0.01 - - - -	0.01 - - - -
	Total	28,10,15,080	27.67	27.67



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For Hincon Finance Ltd


Ajit Gulabchand
Chairman



Place: Mumbai

Date: 2nd April 2018

AJIT GULABCHAND

Hincon House, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, INDIA
Tel : +91 22 2579 9991, 2575 1000 Fax : +91 22 2579 9994 E-mail : ajit.gulabchand@hccindia.com

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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
1	Mr. Ajit Gulabchand As of 31 st March 2018, holding of:			
	a) Equity Shares	21,17,294	0.21	0.21
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
2	Hincon Holdings Ltd As of 31 st March 2018, holding of:			
	a) Equity Shares	21,60,23,600	21.27	21.27
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
3	Hincon Finance Limited As of 31 st March 2018, holding of:			
	a) Equity Shares	6,22,61,186	6.13	6.13
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-

AJIT GULABCHAND

	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
4	Ms. Shalaka Gulabchand Dhawan			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	10,000	0.00	0.00
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
5	Shalaka Investment Pvt Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	5,38,000	0.05	0.05
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	65,000	0.01	0.01
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	28,10,15,080	27.67	27.67

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Ajit Gulabchand

Place: Mumbai

Date: 2nd April 2018

SHALAKA INVESTMENT PVT. LTD.

Hincon House, LBS Marg, Vikhroli (West), Mumbai - 400 083, India

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1	Mr. Ajit Gulabchand			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	21,17,294	0.21	0.21
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
2	Hincon Holdings Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	21,60,23,600	21.27	21.27
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
3	Hincon Finance Limited			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	6,22,61,186	6.13	6.13
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
4	Ms. Shalaka Gulabchand Dhawan			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	10,000	0.00	0.00
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
5	Shalaka Investment Pvt Ltd			
	As of 31 st March 2018, holding of:			
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	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	65,000	0.01	0.01
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
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For Shalaka Investment Pvt. Ltd


Ajit Gulabchand
Director

Place: Mumbai
Date: 2nd April 2018

Arya
Arya Capital Management Pvt Ltd
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1	Name of the Target Company (TC)	Hindustan Construction Company Ltd		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	The BSE Ltd National Stock Exchange of India Ltd		
3	Particulars of the shareholder(s): Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Names of Promoters and Member of the Promoter group Promoters Mr. Ajit Gulabchand Hincon Holdings Ltd Hincon Finance Limited Ms. Shalaka Gulabchand Dhawan Shalaka Investment Pvt Ltd Member of the Promoter group Arya Capital Management Pvt Ltd		
	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
1	Mr. Ajit Gulabchand As of 31 st March 2018, holding of:			
	a) Equity Shares	21,17,294	0.21	0.21
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
2	Hincon Holdings Ltd As of 31 st March 2018, holding of:			
	a) Equity Shares	21,60,23,600	21.27	21.27
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
3	Hincon Finance Limited As of 31 st March 2018, holding of:			
	a) Equity Shares	6,22,61,186	6.13	6.13
	b) Voting Rights (otherwise than by shares)	-	-	-
	c)Warrants,	-	-	-
	d)Convertible Securities	-	-	-
	e)Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
4	Ms. Shalaka Gulabchand Dhawan As of 31 st March 2018, holding of:			
	a) Equity Shares	10,000	0.00	0.00

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	Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*@)
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
5	Shalaka Investment Pvt Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	5,38,000	0.05	0.05
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	<u>Member of the promoter group</u>			
6	Arya Capital Management Pvt Ltd			
	As of 31 st March 2018, holding of:			
	a) Equity Shares	65,000	0.01	0.01
	b) Voting Rights (otherwise than by shares)	-	-	-
	c) Warrants,	-	-	-
	d) Convertible Securities	-	-	-
	e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	28,10,15,080	27.67	27.67

Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

(*) 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.

@ While computing the % of shareholding in the total voting capital, we have not considered the conversion of the Optionally Convertible Debentures (OCDs) by the Lender,s as the price as on the Entitlement Date for conversion of the OCDs into Equity Shares, is a future price based on Relevant Date which shall be 30 days prior to the Entitlement Date, to be determined as per the extant regulations and such price shall decide the ratio of conversion of OCDs into Equity Shares of the Company. Upon Lenders exercising their right to convert OCDs into Equity Shares, shareholding pattern and consequentially the voting capital of the Company would undergo change accordingly.

For Arya Capital Management Pvt. Ltd


Arjun Dhawan
Director

Place: Mumbai
Date: 2nd April 2018