



Vascon Engineers Limited

CIN: L70100MH1986PLC038511

Registered Office: 15/16, Hazari Baugh, L.B.S. Marg, Vikhroli, Mumbai-400083

Corporate Office: 'Phoenix', Bund Garden Road, Pune- 411 001

Wednesday, June 24, 2015

To,

National Stock Exchange of India,
Listing Department,
Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Ref Symbol: **VASCONEQ**

Subject: Disclosures received under regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2015 (as amended from time to time).

Dear Sir/ Madam

Please find attached the details of disclosure under SAST.

Request you to take the same on record.

Thank you.

For Vascon Engineers Limited

M. Krishnamurthi

Company Secretary & Compliance Officer

Enclosures: As above



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Subject: Disclosures received under regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2015 (as amended from time to time).

Dear Sir/ Madam,

We hereby inform you that the following transfer of shares has taken place today through off market deal.

Details of Transfer

HDFC Ventures Trustee Company Limited in its capacity as Trustee of HDFC Property Fund -Scheme HDFC India Real Estate Fund has transferred by way of in-specie distribution (Off-Market) 9,406,044 equity shares of Vascon Engineers Limited (*amounting to 10.40% of the total share capital*) held by it to its Investors.

Please find attached disclosures under:

1. Disclosure under Securities and Exchange Board Of India (Substantial Acquisition of Shares And Takeovers) Regulations, 2015

This is for your information and records.

Thank you,

For Vascon Engineers Limited

M. Krishnamurthi

Company Secretary & Compliance Officer

Enclosures: As above

DISCLAIMER "Vascon Engineers Limited , ("Company"), is proposing, subject to market conditions and other considerations, a rights issue of its securities, and has in this regard, filed a draft letter of offer, ("DLOF"), with the Securities and Exchange Board of India, ("SEBI"). The DLOF is available on the website of SEBI at www.sebi.gov.in and the respective websites of the Lead Managers to the Issue at www.idfccapital.com and www.idbicapital.com. Investors should note that investment in [equity shares] involves a high degree of risk and for details relating to the same, please see the section entitled "Risk Factors" on page 10 of the DLOF."

Date: June 24, 2015

To,
The Company Secretary
Vascon Engineers Limited
15/16, Hazari Baugh
L.B.S. Marg
Vikhroli, Mumbai-400083

**Reg: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India
(Substantial Acquisition Of Shares And Takeovers) Regulations, 2011 ("SAST Regulations")**

Dear Sir / Madam,

This is to inform you that HDFC Ventures Trustee Company Limited in its capacity as Trustee of HDFC Property Fund - Scheme HDFC India Real Estate Fund has transferred by way of in-specie distribution (Off-Market) 9,406,044 equity shares of Vascon Engineers Limited (*amounting to 10.40% of the total share capital*) held by it to its Investors.

As per Regulation 29(2) of SAST Regulations, a disclosure has to be made upon the disposal of shares held in the target company representing two per cent or more of the shares or voting rights in such target company in such form as may be specified. Accordingly, enclosed is a copy of the disclosure under Regulation 29(2) of SAST Regulations which has been sent to Bombay Stock Exchange and National Stock Exchange, for your records.

Thanking you,

**For HDFC Ventures Trustee Company Limited
(in its capacity as Trustee of HDFC Property Fund
- Scheme HDFC India Real Estate Fund)**


Authorised Signatory

Encl: a/a



Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Vascon Engineers Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	HDFC Ventures Trustee Company Limited in its capacity as Trustee of HDFC Property Fund through its Scheme HDFC India Real Estate Fund		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w. r. t. Total share / voting capital wherever applicable(*)	% w. r. t. total diluted share / voting capital of the TC (**)
Before the acquisition / disposal under consideration, holding of :			
a) Shares carrying voting rights	11,612,407 Equity Shares	12.83%	12.83%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	11,612,407 Equity Shares	12.83%	12.83%
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	9,406,044	10.40%	10.40%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked / released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	9,406,044	10.40%	10.40%

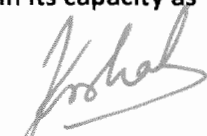
HDFC Ventures Trustee Company Limited

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	2,206,363	2.44%	2.44%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
e) Total (a+b+c+d)	2,206,363	2.44%	2.44%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off-Market (In-Specie Distribution)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	June 22, 2015 (8,163,518 Equity Shares) and June 23, 2015 (1,242,526 Equity Shares)		
Equity share capital / total voting capital of the TC before the said acquisition / sale	12.83%		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2.438 %		
Total diluted share/voting capital of the TC after the said acquisition	N.A.		

(*) 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. – ***The paid up share capital of the Company is as on March 31, 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 HDFC Ventures Trustee Company Limited
(in its capacity as Trustee of HDFC Property Fund through its Scheme HDFC India Real Estate Fund)


Authorised Signatory

Place: Mumbai


Date: June 24, 2015

HDFC Ventures Trustee Company Limited