

इरकॉन इन्टरनेशनल लिमिटेड

(भारत सरकार का उपक्रम)



IRCON INTERNATIONAL LIMITED

(A Govt. of India Undertaking)
An integrated Engineering and Construction Company

IRCON/SECY/STEX/124

5th March, 2021

BSE Limited
Listing Dept./ Dept of Corporate Services
Phiroze Jeejeebhoy Towers

Dalal Street Mumbai – 400 001

Scrip code / ID: 541956 / IRCON

National Stock Exchange of India Limited

Listing Department

Exchange Plaza, Plot no. C/I, G Block

Bandra -Kurla Complex,

Bandra (East) Mumbai – 400 051

Scrip Code: IRCON

Dear Sir/ Madam.

Sub: Continual disclosure – filing of report under Regulation 7(2)(b) of the Securities Exchange and Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("SEBI Insider Trading Regulations")

This is with reference to the notice dated March 2, 2021 ("Notice") filed by the President of India, acting through and represented by the Ministry of Railways, Government of India ("Seller") to the Stock Exchanges, pursuant to which, the Seller proposed to sell up to 4,70,25,787 equity shares of the Company having face value of ₹2 each ("Equity Shares") (representing 10% of the total issued and paid-up equity share capital of the Company) (the "Base Offer Size") of IRCON International Limited (the "Company") on March 3, 2021 ("T Day") (for non-Retail investors only) and on March 4, 2021 ("T+1 Day") (for retail investors and for non-retail investors who choose to carry forward their un-allotted bids), with an option to additionally sell up to 2,82,15,473 Equity Shares (representing 6% of the total issued and paidup equity share capital of the Company) (the "Oversubscription Option" and in the event the Oversubscription Option is exercised, the Equity Shares forming part of the Base Offer Size and the Oversubscription Option will in aggregate, be referred to as the "Offer Shares". In the event such Oversubscription Option is not exercised, the Equity Shares forming part of the Base Offer Size will be referred to as the "Offer Shares"), through a separate, designated window of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE" and together with BSE, the "Stock Exchanges), collectively representing 16% of the total paid up equity share capital of the Company (such offer hereinafter referred to as the "Offer").

In this regard, we wish to inform you that the Seller had exercised the Oversubscription Option, as indicated in its intimation dated March 3, 2021 filed with the Stock Exchanges, to the extent of additional 2,82,15,473 Equity Shares. Consequently, the Seller has sold 52,668,882 Equity Shares to non-retail investors on the basis of the valid bids received from non-retail investors on T day i.e., March 3, 2021 and sold 2,25,72,378 Equity Shares to retail investors on T+1 day i.e., on March 4, 2021, in aggregate, amounting to 16% of the equity share capital of the Company.





In compliance with Regulation 7(2)(b) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, please see attached the information received from the Seller under Regulation 7(2)(a) of the said SEBI Insider Trading Regulations, in the format prescribed in Form C of the circular bearing number SEBI/HO/ISD/CIR/P/2021/19 dated February 09, 2021 issued by the Securities and Exchange Board of India. The above is being sent within two trading days of receipt of the disclosure or from becoming aware of such information

The above is for your information and records.

Thanking You,

Yours faithfully, For Ircon International Limited

Ritu Arora

Company Secretary and Compliance Officer

Membership No: FCS 5270



भारत सरकार रेल मंत्रालय, (रेलवे बोर्ड) रेल भवन, नई दिल्ली-110001 GOVERNMENT OF INDIA MINISTRY OF RAILWAYS (RAILWAY BOARD) RAIL BHAVAN, NEW DELHI-110001 Date: March 5, 2021

To.

IRCON International Limited
Plot no. C - 4, District Centre,
Saket, New Delhi,
Delhi, 110017
India

Dear Sir/ Madam,

Sub: Filing of report under Regulation 7 (2) (a) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("SEBI Insider Trading Regulations").

This is with reference to the notice dated March 2, 2021 ("Notice") filed by us with the Stock Exchanges, pursuant to which the President of India, acting through and represented by the Ministry of Railways, Government of India proposed to sell up to 4,70,25,787 equity shares of the Company having face value of ₹ 2 each ("Equity Shares"), (representing 10% of the total issued and paid-up equity share capital of the Company) (the "Base Offer Size") of IRCON International Limited (the "Company") on March 3, 2021 ("T Day") (for non-Retail investors only) and on March 4, 2021 ("T+1 Day") (for retail investors and for non-retail investors who choose to carry forward their un-allotted bids), with an option to additionally sell up to 2,82,15,473 equity shares (representing 6% of the total issued and paid-up equity share capital of the Company) (the "Oversubscription Option" and in the event the Oversubscription Option is exercised, the Equity Shares forming part of the Base Offer Size and the Oversubscription Option will in aggregate, be referred to as the "Offer Shares". In the event such Oversubscription Option is not exercised, the Equity Shares forming part of the Base Offer Size will be referred to as the "Offer Shares"), through the separate designated window of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE" and together with BSE, the "Stock Exchanges"), collectively representing 16% of the total paid up equity share capital of the Company (such offer hereinafter referred to as the "Offer").

In this regard, we wish to inform you that we had exercised the Oversubscription Option, as indicated in our intimation dated March 3, 2021 filed with the Stock Exchanges, to the extent of additional 2,82,15,473 Equity Shares. Consequently, we have sold 5,26,68,882 Equity Shares to non-retail investors on the basis of the valid bids received from non-retail investors on T day i.e., March 3, 2021 and sold 2,25,72,378 Equity Shares to retail investors on T+1 day i.e., on March 4, 2021, in aggregate, amounting to 16% of the equity share capital of the Company.

In compliance with Regulation 7(2)(a) of the SEBI Insider Trading Regulations, we are hereby notifying the Company of the information regarding disposal of the Equity Shares within 2 trading days of such transactions.

Enclosed is the report in the format prescribed in Form C of the circular bearing number SEBI/HO/ISD/ISD/CIR/P/2021/19 dated February 9, 2021, issued by the Securities and Exchange Board of India.

The above is for your information and records.

Yours sincerely,

For and on behalf of the President of India Ministry of Railways, Government of India

Shri B K Gupta

E D Project (Monitoring) - Railway Board

(আঁত দ্বীত সুমো)
(D. K. GUPTA)
স্থান্য (Prime ref. (ঘট)
Execute (Next Africa)
ইয় প্রত্যাস স্থান্য স

FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2)]

Details of change in holding of securities of Promoter

Name of the company: IRCON International Limited

ISIN of the company: INE962Y01021

Name, PAN, CIN/D IN, & addres s with contac t nos.	Category of Person (Promote r /member of the promoter group/ designate	Securities held prior to acquisition/dis posal		Securities acquired/Disposed			Securities held post to acquisition/dis posal		Date of allotment advice/ acquisiti on of shares/ disposal of shares specify		Date of intim ation to comp any	Mode of acquisit ion/ disposal (on market/ public/ rights/	Exch ange on whic h the trade was exec uted	Trading in derivatives (Specify type of contract, Futures or Options etc)				Exch ange on which the trade was executed
	designate d person/D irectors/ Immedia te relatives/ others etc.)	Typ e of Sec urit y	No. and % of shareh olding	Type of Secu rities	No.	Value	Trans action type	Type of secu rities	No. and % of shareh olding	From	То		prefere ntial offer / off market/ Inter-se transfer , ESOPs		Typ e of Cont ract	Contra ct Specifi cations	Noti onal Val ue No.	Noti onal Val ue No.

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Name: The Presid ent of India acting throug h and represe nted by the Minist ry of Railwa ys Gover nment of India ("Pro moter") PAN: N. A.	Promoter	Equi ty Shar es	41,93,9 2,085 Equity Shares and 89.18% of the paid-up equity share capital of the Compa ny	Equit y Share s	5,26,6 8,882 ¹ Equity Shares (11,20 % of the paid- up Equity Shares)	₹ 4,74,24,0 4,008.55²	Offer for Sale of Equity Shares by the Promo ter throug h the stock exchan ge mecha nism	Equit y Shar es	36,67,2 3,203 Equity Shares and 77,98% of the paid-up equity share capital of the Compa ny	Ma rch 3, 20 21	Ma rch 3, 20 21	Mare h 5, 2021	On market through an Offer For Sale of Equity Shares by the Promote r through the stock exchang e mechani sm	BSE				BSE & NSE (Trace was executed on both the exch ange

The Offer for Sale was announced on March 2, 2021 by the Promoter for sale of up to 4,70,25,787 Equity Shares, representing 10.00% of the total paid up equity share capital of the Company, with an option to additionally sell up to 2,82,15,473 Equity Shares representing 6% of the total issued and paid-up equity share capital of the Company. The Promoter had exercised the Oversubscription Option, by way of its intimation dated March 3, 2021 filed with the Stock Exchanges, to the extent of sale of 2,82,15,473 Equity Shares. This disclosure pertains to the Equity Shares sold on the basis of the valid bids received from non-Retail Investors on T day (i.e., March 3, 2021).

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² The sale of such Equity Shares was carried out through the OFS Mechanism on BSE and NSE on price priority basis at multiple clearing prices. The floor price was INR 88.00 per Equity Shares. On T day (i.e. March 3, 2021), the Seller (i.e. the President of India, acting through and represented by the Ministry of Railways) raised an aggregate amount of Rs 4,74,24,04,008.55 (Gross of stock exchange transaction charges and all applicable taxes and charges).

Addres s: Rail Bhawa n, Raisin a Road, New Delhi- 11000 1 Contac t No. +91																		
97176 47826 Name: The Presid ent of India acting throug h and represe nted by the Minist ry of Railwa	Promoter	Equi ty Shar es	3,66,72 3,203 Equity Shares and 77.98% of the paid-up equity share capital of the Compa ny	Equit y Share s	2,25,7 2f378 ³ Equity Shares (4.80 % of the paid- up equity share capital of the Comp	₹ 20,28,27, 5271.80	Offer for Sale of Equity Shares by the Promo ter throug h the stock exchan ge mecha	Equit y Shar es	34,41,5 0,825 Equity Shares and 73.18% of the paid-up equity share capital of the Compa ny	Ma rch 4, 20 21	Ma rch 4, 20 21	Marc h 5, 2021	On marifet, through Offer For Sale of Equity Shares by the Promote r through the stock	BSE	-	-	-	BSE & NSE (Trace e was executed on both the exch ange

The Offer for Sale was announced on March 2, 2021 by the Promoter for sale of up to 4,70,25,787 Equity Shares representing 10.00% of the total paid up equity share capital of the Company with an option to additionally sell up to 2,82,15,473 Equity Shares representing 6% of the total issued and paid-up equity share capital of the Company. The Promoter had exercised the Oversubscription Option, by way of its intimation dated March 3, 2021 filed with the Stock Exchanges, to the extent of sale of 2,82,15,473 Equity Shares. This disciosure pertains to the Equity Shares sold on T+1 day (i.e., March 4, 2021) on the basis of the valid bids received from the retail investors.

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The sale of such Equity Shares was carried out through the OFS Mechanism on BSE and NSE on price priority basis at multiple clearing prices. The floor price was INR 88.00 per equity share. On T+1 day (i.e. March 4, 2021), the Seller (i.e. the President of India, acting through and represented by the Ministry of Railways) raised an aggregate amount of Rs. 16,25,54,87,297.45 (Gross of stock exchange transaction charges and all applicable taxes and charges).

ys Gover nment of India ("Pro moter") PAN: N. A. Addres s: Rail		any)	nism		exchang e mechani sm	
Addres s: Rail Bhawa n, Raisin a Road, New Delhi - 11000						
Contac t No. +91 97176 47826				8		

Total Transaction Value (on T and T+1 days): Rs. 6,77,06,79,280.35

(See See Test)

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