



## DUCON INFRA TECHNOLOGIES LIMITED

(Formerly known as "Dynacons Technologies Limited")

Regd. Office : Ducon House, A/4, MIDC Wagle Industrial Estate, Road No.1,

Thane (W) – 400 604. India Tel. : 022 41122114 (30 lines) Fax 022 41122115 URL : [www.dtlindia.com](http://www.dtlindia.com)

CIN : L72900MH2009PLC191412

### Brief particulars of the Demerged Company and Resulting Company

Particulars	Demerged Company	Resulting Company
Name of the company	Ducon Technologies (India) Private Limited	DuconInfra technologies Limited
Date of Incorporation & details of name changes, if any	Ducon Technologies (India) Private Limited is a private limited company incorporated under the Companies Act, 1956 on the 7 <sup>th</sup> March, 2005 in the State of Maharashtra	DuconInfra technologies Limited is a public limited company incorporated under the Companies Act, 1956 on the 2 <sup>nd</sup> April, 2009 in the name of "Dynacon Technologies Limited". A fresh certificate of incorporation was then issued for change of name from "Dynacon Technologies Limited" to "Ducon Infra technologies Limited" on 30 <sup>th</sup> March, 2016
Registered Office	The registered office of the Demerged Company is situated at Plot No. A-4, Road No. 1, Behind APLAB Company, MIDC, Wagle Industrial Estate, Thane – 400604, Maharashtra	The registered office address of the Resulting Company is situated at Ducon House, Plot No. A-4, Road No. 1, Behind APLAB Company, MIDC, Wagle Industrial Estate, Thane – 400604, Maharashtra.
Brief particulars of the scheme	The Scheme provides for the transfer by way of a demerger of the Demerged Undertaking of the Demerged Company to the Resulting Company, the consequent issue of the securities by the Resulting Company to the shareholders of the Demerged Company and on a proportionate basis in consideration of the transfer and vesting of the Demerged Undertaking in the Resulting Company.	
Rationale for the scheme	The Scheme provides for an enhanced strategic flexibility and dedicated management for growth of the Demerged Undertaking and an access to varied sources of funds for the rapid growth of both businesses.	
Date of resolution passed by the Board of Director of the company approving the scheme	March 29, 2016	March 29, 2016
Date of meeting of the Audit Committee in which the draft scheme has been approved	March 29, 2016	March 29, 2016
Appointed Date	April 1, 2015	April 1, 2015
Name of Exchanges where securities of the company are listed	Not Applicable	BSE Limited and National Stock Exchange of India Limited
Nature of Business	Design, manufacture, supply, erection and commissioning of various industrial projects including pollution control systems and implementation of new technologies for modernization of old plants and provides consultation, design	Providing information technology and non-information technology infrastructure.

	and supervision for electrification projects			
Capital before the scheme	112842080	78423100		
No. of shares to be issued	Not Applicable	29790309		
Cancellation of shares on account of cross holding, if any	Not Applicable	N.A		
Capital after the scheme	112842080	108213409		
Net Worth	(Rs. in crores)	(Rs. in crores)		
Pre	44.21	8.49		
Post	44.21	11.47		
Valuation by independent Chartered Accountant - Name of the valuer/valuer firm and Regn no.	M/s SSPA & Co. and M/s KhimjiKunverji& Co. Firm Registration Number: 105146W			
Methods of valuation and value per share arrived under each method with weight given to each method, if any.	Not Applicable	1.The "Underlying Asset" Approach 2.The "Income" Approach; and 3. The "Market Price" Approach		
Fair value per shares	Approximately Rs. 39.46	Listed price as on the date		
Exchange ratio	66 (sixty six) Equity Shares of Re. 1/- (Rupees one only) each of the Resulting Company for every 25 (twenty five) Demerged Company's Equity Share of Rs. 10/- (Rupee Ten only) each held by an Eligible Member of the Demerged Company.			
Name of Merchant Banker giving fairness opinion	Arihant Capital Markets Limited.			
Shareholding pattern	Pre Shareholding pattern of Ducon Infratechnologies Limited	Post Shareholding pattern of Ducon Infratechnologies Limited		
	No. of Shares	% of holding	No. of Shares	% of holding
Promoter	47190552	60.17	76954461	71.11
Public	31232548	39.83	31258948	28.89
Custodian	0	0.00	0	0.00
TOTAL	78423100	100	108213409	100
No. of shareholders	78423100		108213409	
Names of Promoters	Arun Govil		Arun Govil	
Names of the Board of Directors	1.Arun Devendra Govil 2.Saagar Govil 3.Harish Shetty 4.Chandrasedkhar Ganesan		1. Arun Devendra Govil 2. Viren Shah 3. Pinakee Parikh 4. Harish Shetty 5. Chandrasekhar Ganesan	
Details regarding change in management control if any	Nil		Nil	

**For DuconInfratechnologies Limited**



**Darshit Parikh**

**Company Secretary**