

Date: May 24, 2024

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400051

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai – 400 001

**Symbol: IRB**

**Script No.: 532947**

**Subject: Disclosure of inter-se transfer of shares between the Promoters/  
Promoter Group in accordance with Regulation 10(5) of Securities  
and Exchange Board of India (Substantial Acquisition of Shares  
and Takeovers) Regulations, 2011.**

Dear Sir / Madam,

I, Smt. Sudha Dattatray Mhaiskar, had send an email to you at 1.14 pm today, pertaining to disclosure pursuant to regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as "the Takeover Regulation") for the proposed inter se transfer of 18,00,000 equity shares of IRB infrastructure Developers Limited (hereinafter referred to as "the Company"), wherein inadvertently wrong file was attached. Hence we request you not take the same on record.

In supersession of the earlier email, I attached herewith revised disclosure under the aforesaid regulation, the proposed inter se transfer details are mentioned below:

Date of proposed transaction	Name of the transferor belonging to the promoter / promoter group	Name of the transferee belonging to the promoter / promoter group	No of equity shares to be transferred	% of the Holding
30.05.2024	SDM Ventures Private Limited	Mrs. Sudha Dattatray Mhaiskar	18,00,000	0.03%

This being inter se transfer of equity shares within the ambit of Regulation 10(1)(a)(ii) of the Takeover Regulation i.e. persons named as promoters group in the shareholding pattern filed by the target

company as per the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, for not less than three years prior to the proposed acquisition.

The aggregate promoter / promoter group shareholding percentage, pre and post the aforesaid transaction, would remain the same.

The revised disclosure as per format under Regulation 10(5) of the Takeover Regulation is attached herewith for your consideration.

Request you to kindly take note of the same and do the needful.

Thanking You,

Yours faithfully,



**Sudha Dattatray Mhaiskar**



**Encl: Disclosure**

**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1	Name of the Target Company (TC)	IRB Infrastructure Developers Limited
2	Name of the acquirer(s)	Mrs. Sudha Dattatray Mhaiskar
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes - Promoter Group
4	Details of the proposed acquisition	
	a Name of the person(s) from whom shares are to be acquired	SDM Ventures Private Limited
	b Proposed date of acquisition	30-May-24
	c Number of shares to be acquired from each person mentioned in 4(a) above	1800000
	d Total shares to be acquired as % of share capital of TC	0.03%
	e Price at which shares are proposed to be acquired	i) Equity Shares as mentioned at point 4(c) would be acquired at Rs. 74.50/- per equity share.
	f Rationale, if any, for the proposed transfer	Not Specific
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Rs. 74.46/- per share
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	I declare that the acquisition price is not higher by more than 25% of the price computed at point no. 6.
9	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	I hereby declare as an acquirer, the transferor have complied (during 3 years prior to the date of proposed acquisition) with applicable disclosure requirements in Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	

10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a	Acquirer(s) and PACs (other than sellers)(*)				
	<b>Acquirers</b>				
	Mrs. Sudha Dattatray Mhaiskar	1459080	0.02%	3259080	0.05%
	<b>PACs</b>				
	DSM Projects Private Limited	1800000	0.03%	1800000	0.03%
	<b>Sub total</b>	<b>3259080</b>	<b>0.05%</b>	<b>5059080</b>	<b>0.08%</b>
b	<b>Seller (s)</b>				
	SDM Ventures Private Limited	1800000	0.03%	0	0.00%

Place: Mumbai  
Date: 24 - May - 24

*Sudha Dattatray Mhaiskar*  
Sudha Dattatray Mhaiskar  
(Acquirer)

**Note:**

(\*) Shareholding of each entity may be shown separately and then collectively in a group

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**CERTIFIED COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE  
BOARD OF DIRECTORS SDM VENTURE PRIVATE LIMITED HELD ON  
MAY 23, 2024 AT 11.30 AM, AT FLAT NO.1, GROND FLOOR, MANISHA SAFALYA,  
M.G.ROAD, VISHNU NAGAR, DOMBIVILI (WEST), THANE - 421202**

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**RESOLVED THAT** subject to the provisions of the company's Act 2013, Investment of 18,00,000 Shares of IRB Infrastructure Developers Limited be sold to Mrs. Sudha Dattatray Mhaiskar @ 74.50/- per share.

**RESOLVED FURTHER THAT** director **SUDHA DATTATRAY MHAISKAR** be and is hereby authorized to sign any applications related to sale of shares as may be necessary on behalf of or standing in the name of **SDM VENTURE PRIVATE LIMITED**.

**“RESOLVED FURTHER THAT** a certificate True Copy of this Resolution as given above be and in hereby issued under the signatory of any of the authorized signatory(s) of the COMPANY.”

Certified True Copy

For **SDM VENTURE PRIVATE LIMITED**

*Sudha D Mhaiskar*

**SUDHA D MHAISKAR  
DIRECTOR**

