

# ORTHIA CONSTRUCTIONS PRIVATE LIMITED

October 1, 2020

**Scrip Code – 532960, 890145**

**IBVENTURES-EQ/ IBVENTPP/E1**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 001

**National Stock Exchange of India Limited**

‘Exchange Plaza’  
Bandra-Kurla Complex, Bandra (East),  
MUMBAI - 400 051

**Sub: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended**

Dear Sirs,

Pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of change in voting rights/percentage of our shareholding and that of certain Persons Acting in Concert (PACs) with us, in Indiabulls Ventures Limited (“the Target Company”), pursuant to allotment of 2,52,00,000 fully paid-up equity shares by the Target Company on a preferential basis to certain foreign investors.

This is for your information and record.

Thanking you,

Yours truly,

For **Orthia Constructions Private Limited**



**Chand Kadyan**  
**Authorized Signatory**

Encl: as above

CC:

The Board of Directors  
**Indiabulls Ventures Limited**  
M - 62 & 63, First Floor,  
Connaught Place,  
New Delhi – 110 001

**Orthia Constructions Private Limited**

**CIN: U70109HR2009PTC078007**

Reg. Office: Plot No.422B, Udyog Vihar, Phase - IV, Gurugram 122016



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(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)	<b>Total (a + b + c + d)</b>	<b>17,49,83,863 equity shares</b> (13,91,95,429 Fully paid up equity shares & 3,57,88,434 Partly paid# equity shares)	<b>30.36%*</b>	<b>29.50%</b>
<b><u>Details of acquisition / sale:</u></b>				
(a)	Shares carrying voting rights acquired/sold@  @ Percentage of shares/voting rights changed on allotment of fully paid up equity shares under ESOP and upon conversion of CCDs earlier issued on preferential basis, to certain foreign investors.	<b><u>Acquirer:</u></b>  Nil  <b><u>PACs:</u></b>  Nil	-0.27%^   -1.00%^	-0.20%^   -0.73%^
(b)	Voting rights (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)	<b>Total (a + b + c +/- d)</b>	<b>Nil</b>	<b>-1.27%^</b>	<b>-0.93%^</b>
<b><u>After the acquisition / sale, holding :</u></b>				
(a)	Shares carrying voting rights	<b><u>Acquirer:</u></b> 3,70,74,335 equity shares (2,77,72,392 Fully paid up equity shares & 93,01,943 Partly paid-up# equity shares)  <b><u>PACs:</u></b> 13,79,09,528 equity shares (11,14,23,037 Fully paid up equity shares & 2,64,86,491 Partly paid-up# equity shares)	6.16% (a)   22.93% (b)	6.05%   22.52%
(b)	Shares encumbered with the acquirer	Nil	Nil	Nil



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(c)	Voting rights (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 T C (specify holding in each category) after acquisition	Nil	Nil	Nil
(e)	<b>Total (a + b + c + d)</b>	<b>17,49,83,863 equity shares</b> (13,91,95,429 Fully paid up equity shares & 3,57,88,434 Partly paid# equity shares)	<b>29.09% (c)</b>	<b>28.57%</b>
6	Mode of acquisition / sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.)	Allotment of 2,52,00,000 fully paid-up equity shares by the Target Company on a preferential basis to certain foreign investors.		
7	Date of acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Allotment : September 29, 2020		
8	Equity share capital / total voting capital of the target company before the said acquisition / sale	Rs. 107,81,98,237.60 (comprising 49,35,14,892 fully paid-up equity shares having face value of Rs. 2/- each, 8,28,03,864 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each and 1,05,254 partly paid-up equity shares with paid-up value of Re. 0.80/- each having face value of Rs. 2/- each) as on June 16, 2020. <i>[Paid-up Capital of the Company as on June 16, 2020 (being date of last disclosure made under Regulation 29(2))]</i> .		
9	Equity share capital/total voting capital of the target company after the said acquisition / sale	Rs. 112,85,98,237.60 (comprising 51,87,14,892 fully paid-up equity shares having face value of Rs. 2/- each, 8,28,03,864 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each and 1,05,254 partly paid-up equity shares with paid-up value of Re. 0.80/- each having face value of Rs. 2/- each) as on September 29, 2020.		
10	Total diluted capital/ voting capital of the target company after the said acquisition / sale	Diluted share/voting capital includes present paid-up equity share capital of the Company consisting of 60,16,24,010 equity shares (51,87,14,892 <i>fully paid-up equity shares having face value of Rs. 2/- each</i> , 8,28,03,864 <i>partly paid-up equity shares with paid-up value of Rs.1.10/- each having face value of Rs. 2/- each</i> and 1,05,254 <i>partly paid-up equity shares with paid-up value of Re. 0.80/- each having face value of Rs. 2/- each</i> ) and 1,07,48,800 outstanding employees stock options convertible into equivalent number of Fully paid up equity shares.		

# Partly paid up shares with 55% paid up of the face value of Rs. 2/- per Equity Share.

\* Percentage has been computed on paid-up share capital of Indiabulls Ventures Limited (IVL) as on June 16, 2020, *[being date of last disclosure made under Regulation 29(2)]* comprising of 49,35,14,892 fully paid-up equity shares having face value of Rs. 2/- each, 8,28,03,864 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each and 1,05,254 partly paid-up equity shares with paid-up value of Re. 0.80/- each having face value of Rs. 2/- each.



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^ Indicates difference between pre and post-allotment percentage shareholding in the Target Company.

As stated, in respect of the present Disclosure, there is no acquisition/sale of Equity shares by us or the PACs in the Target Company. The change in percentage of our existing shareholdings in the Target Company, w.r.t. total share / voting capital, is on account of allotment of 2,52,00,000 fully paid-up Equity shares by the Target Company to certain foreign investors on September 29, 2020 under its Preferential Issue.

- (a) 6.16% is computed based on 60,16,24,010 equity shares. Basis 93,01,943 partly paid-up equity shares in respect of which we have the proportionate voting rights of 55%, in proportion to the paid-up value of these Shares, our holding was 5.83% w.r.t. total voting capital.
- (b) 22.93% is computed based on 60,16,24,010 equity shares. Basis 2,64,86,491 partly paid-up equity shares in respect of which PACs have the proportionate voting rights of 55%, in proportion to the paid-up value of these Shares, holding of PACs was 22.33% w.r.t. total voting capital.
- (c) in view of (a) & (b) above, our aggregate holding along with PACs was 28.16% on the total voting capital.

For **Orthia Constructions Private Limited**



**Chand Kadyan**  
**Authorized Signatory**

Date: October 1, 2020

Place: Gurugram

**Orthia Constructions Private Limited**

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