

# ORTHIA PROPERTIES PRIVATE LIMITED

September 13, 2023

**Scrip Code – 532960, 890145**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 001

**DHANI – EQ, DHANIPP**  
**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 decrease in voting rights/percentage of our shareholding and that of certain Persons Acting in Concert (PACs) with us, in Dhani Services Limited ("the Target Company" or "the TC"), pursuant to open market sale of an aggregate 50,00,000 fully paid-up equity shares of the TC by us on September 11, 2023.

This is for your information and record.

Thanking you,

Yours truly,

For **Orthia Properties Private Limited**

  
  
**Tejpal**  
**Authorised Signatory**

Encl: as above

CC:

The Board of Directors  
**Dhani Services Limited**  
1/1 E, First Floor, East Patel Nagar,  
New Delhi-110008

**Orthia Properties Private Limited**

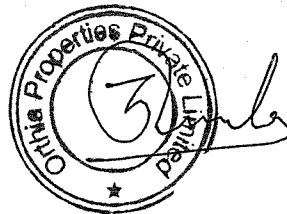
**CIN: U70200HR2009PTC078008**

Registered Office: 2<sup>nd</sup> Floor, 591, Udyog Vihar, Phase - V, Gurugram- 122016, Haryana

# ORTHIA PROPERTIES PRIVATE LIMITED

**DISCLOSURE OF DETAILS OF ACQUISITION TO TARGET COMPANY AND STOCK EXCHANGES WHERE THE SHARES OF THE TARGET COMPANY ARE LISTED, IN TERMS OF REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1	Name of the Target Company (TC)	<b>Dhani Services Limited</b>		
2	Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer	<b><u>Acquirer:</u></b> Orthia Properties Private Limited  <b><u>PACs:</u></b> Mr. Sameer Gehlaut Orthia Constructions Private Limited Zelkova Builders Private Limited Inuus Developers Private Limited Inuus Properties Private Limited		
3	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5	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
<b><u>Before the acquisition/disposal under consideration, holding of:</u></b>				
(a)	Shares carrying voting rights	<b><u>Acquirer:</u></b> 4,72,48,080 fully paid-up equity shares  <b><u>PACs:</u></b> 15,20,60,086 fully paid-up equity shares	7.75%*  24.93%*	7.52%  24.19%
(b)	Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
(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)	Nil	Nil	Nil
(e)	<b>Total (a + b + c + d)</b>	<b>19,93,08,166 fully paid-up equity shares</b>	<b>32.68%*</b>	<b>31.71%</b>



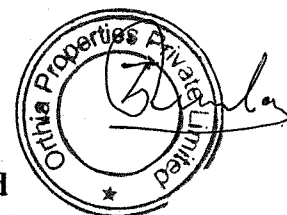
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<b>Details of acquisition / (sale):</b>			
(a)	<p>Shares carrying voting rights acquired/(sold)@ @ Percentage of shares/voting rights changed on:</p> <p>(i) Allotment of 22 lacs fully paid-up equity shares in the TC on exercise of employees stock options by eligible employees, on October 29, 2022.</p> <p>(ii) Appropriation of Third and Final Call Moneys by the TC on July 1, 2022 on 60,282 Partly paid-up equity shares (PPES), thereby making the PPES into equivalent number of fully paid-up equity shares in the TC upon such appropriation.</p> <p># 20 lacs fully paid-up equity shares were acquired by one of the PACs during the period from March 9, 2022 to March 17, 2022.</p>	<p><b>Acquirer:</b> (50,00,000) fully paid-up equity shares</p> <p><b>PACs:</b> 20,00,000# fully paid-up equity shares (50,00,000) fully paid-up equity shares</p>	<p>(0.85%)^</p> <p>(0.74%)^</p> <p>(0.58%)^</p> <p>(0.26%)^</p>
(b)	Voting rights (VRs) acquired/ (sold) otherwise than by shares	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
(d)	Shares encumbered / invoked/released by the acquirer	Nil	Nil
(e)	<b>Total (a + b + c +/- d)</b>	<b>(80,00,000) fully paid-up equity shares</b>	<b>(1.43%)^</b> <b>(1.00%)^</b>
<b>After the acquisition / sale, holding :</b>			
(a)	Shares carrying voting rights	<p><b>Acquirer:</b> 4,22,48,080 fully paid-up equity shares</p> <p><b>PACs:</b> 14,90,60,086 fully paid-up equity shares</p>	<p>6.90% (a)</p> <p>6.78%</p> <p>24.35% (b)</p> <p>23.93%</p>
(b)	Shares encumbered with the acquirer	Nil	Nil
(c)	Voting rights (VRs) otherwise than by shares	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
(e)	<b>Total (a + b + c + d)</b>	<b>19,13,08,166 fully paid-up equity shares</b>	<b>31.25% (c)</b> <b>30.71%</b>



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6	Mode of acquisition / sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.)	Open market sales
7	Date of acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 11, 2023
8	Equity share capital / total voting capital of the target company before the said acquisition / sale	Rs. 121,18,41,894.60 (comprising 60,09,99,104 fully paid-up equity shares having face value of Rs. 2/- each, 89,48,806 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each) as on March 4, 2022. [ <i>Paid-up Capital of the Company as on March 4, 2022 (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. 121,62,96,148.40 (comprising 60,32,59,386 fully paid-up equity shares having face value of Rs. 2/- each, 88,88,524 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each) as on September 13, 2023.
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 61,21,47,910 equity shares (60,32,59,386 fully paid-up equity shares having face value of Rs. 2/- each, 88,88,524 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each) and 1,08,45,800 outstanding employees stock options convertible into equivalent number of Fully paid up equity shares.

\* Percentage has been computed on paid-up share capital of the Target Company as on March 4, 2022, [*being date of last disclosure made under Regulation 29(2)*] comprising of 60,09,99,104 fully paid-up equity shares having face value of Rs. 2/- each and 89,48,806 partly paid-up equity shares with paid-up value of Rs. 1.10/- each having face value of Rs. 2/- each.



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

(a) 6.90% is computed based on 61,21,47,910 equity shares. Basis 88,88,524 partly paid-up equity shares in respect of which holders thereof have the proportionate voting rights of 55%, in proportion to the paid-up value of these Shares, our voting right was 6.95% w.r.t. total voting capital.

(b) 24.35% is computed based on 61,21,47,910 equity shares. Basis 88,88,524 partly paid-up equity shares in respect of which holders thereof have the proportionate voting rights of 55%, in proportion to the paid-up value of these Shares, voting right of PACs was 24.51% w.r.t. total voting capital.

(c) in view of (a) & (b) above, our aggregate voting rights along with that of PACs stand decreased from 32.89% to 31.46% on the total voting capital.

**For Orthia Properties Private Limited**



  
**Tejpal**  
**Authorised Signatory**

Date: September 13, 2023

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