

FIM Ltd.
DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

10 August 2020

To,

RattanIndia Power Limited A-49, Ground Floor, Road No. 4, Mahipalpur, New Delhi – 110 037	BSE Limited Pheroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001	National Stock Exchange of India Limited 'Exchange Plaza' Bandra Kurla Complex, Bandra (East) Mumbai – 400 051
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Re: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")


Dear Sir / Madam,

Please find attached the disclosure in accordance with Regulation 29(2) of the SAST Regulations in the prescribed format.

We request you to kindly take the same on record. Thanking you.


Yours truly,

For and on behalf of FIM Ltd.

By: 
Name: Michael B. Fisch
Designation: Director

For and on behalf of:
DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

By: Farallon Capital Management, L.L.C.,
Their Attorney-in-Fact

By: 
Name: Michael B. Fisch
Designation: Managing Member

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	RattanIndia Power Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	FIM Ltd. DAZBOG Holdings AFC Limited DAZBOG Holdings BFC Limited DAZBOG Holdings MFC Limited DAZBOG Holdings EFC Limited DAZBOG Holdings UFC Limited (each of the aforementioned companies are collectively referred to hereunder as the " Disclosing Companies ")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
<u>Details of the acquisition / disposal as follows</u>	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights [#]	393,273,458	10.4631%	6.84% [@]
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) 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) Total (a+b+c+d)	393,273,458	10.4631%	6.84% [@]

Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold [#]	Nil	Nil	Nil
b) 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) Total (a+b+c+/-d)	Nil	Nil	Nil
After the acquisition/sale, holding of:			
a) Shares carrying voting rights [#]	393,273,458	7.96%	6.84% [@]
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) 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 TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	393,273,458	7.96%	6.84% [@]
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter se transfer etc).	The aggregate equity shareholding of the Disclosing Entities in RattanIndia Power Limited has been reduced by more than 2% (two percent) since the last disclosure filed with SEBI on 31 December 2019 under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (at which time the Disclosing Entities held 10.4631% in RattanIndia Power Limited, and a copy of which is attached as <u>Annexure 1</u>) due to dilution as a result of additional equity shares being issued to persons other than the Disclosing Entities by RattanIndia Power Limited. Accordingly, the Disclosing Entities are making this disclosure.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 6, 2020 ^{&}		

Equity share capital / total voting capital of the TC before the said acquisition / sale	10.4631%
Equity share capital/ total voting capital of the TC after the said acquisition / sale	7.96%
Total diluted share/voting capital of the TC after the said acquisition	6.84% [@]

The aggregate equity shareholding of the Disclosing Entities in RattanIndia Power Limited has been reduced by more than 2% (two percent) since the last disclosure filed with SEBI on 31 December 2019 under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (at which time the Disclosing Entities held 10.4631% in RattanIndia Power Limited, and a copy of which is attached as Annexure 1) due to dilution as a result of additional equity shares being issued to persons other than the Disclosing Entities by RattanIndia Power Limited. Accordingly, the Disclosing Entities are making this disclosure.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

@ This is the total shareholding as a percentage assuming full conversion of convertible securities (as a percentage of diluted share capital) as provided in the statement showing shareholding pattern of public shareholders in in RattanIndia Power Limited for the quarter ending June 2020.

& The difference in shareholding was noticed on August 6, 2020.

For and on behalf of FIM Ltd.

By: 


Name: Michael B. Fisch
Designation: Director
Authorised Signatory

Place: San Francisco, California USA

Date: 10 August 2020

For and on behalf of:
DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

By: Farallon Capital Management, L.L.C.,
Their Attorney-in-Fact

By: 
Name: Michael B. Fisch
Designation: Managing Member

Place: San Francisco, California USA

Date: 10 August 2020

ANNEXURE 1

FIM Ltd.
DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

December 31, 2019

To,

RattanIndia Power Limited A-49, Ground Floor, Road No. 4, Mahipalpur, New Delhi – 110 037	BSE Limited Pheroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001	National Stock Exchange of India Limited 'Exchange Plaza' Bandra Kurla Complex, Bandra (East) Mumbai – 400 051
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Re: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")

Dear Sir / Madam,

Please find attached the disclosure in accordance with Regulation 29(2) of the SAST Regulations in the prescribed format.

We request you to kindly take the same on record. Thanking you.

Yours truly,


For and on behalf of FIM Ltd.

By: 
Name: **Michael B. Fisch**
Designation: Director

For and on behalf of:

DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

By: Farallon Capital Management, L.L.C.,
Their Attorney-in-Fact

By: 
Name: Thomas G. Roberts, Jr.
Designation: Managing Member

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	RattanIndia Power Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	FIM Ltd. DAZBOG Holdings AFC Limited DAZBOG Holdings BFC Limited DAZBOG Holdings MFC Limited DAZBOG Holdings EFC Limited DAZBOG Holdings UFC Limited (each of the aforementioned companies are collectively referred to hereunder as the " Disclosing Companies ")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
<u>Details of the acquisition / disposal as follows</u>	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights [#]	393,273,458	13.3181%	13.3181%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) 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) Total (a+b+c+d)	393,273,458	13.3181%	13.3181%

Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold [#]	Nil	Nil	Nil
b) 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) Total (a+b+c+/-d)	Nil	Nil	Nil
After the acquisition/sale, holding of:			
a) Shares carrying voting rights [#]	393,273,458	10.4631%	6.1659% [@]
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) 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 TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	393,273,458	10.4631%	6.1659% [@]
Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc):	The aggregate equity shareholding of the Disclosing Entities in RattanIndia Power Limited has been reduced by more than 2% (two percent) since the last disclosure filed with SEBI on 18 November 2009 under Regulation 3(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (at which time the Disclosing Entities held 14.8214% in RattanIndia Power Limited, and a copy of which is attached as <u>Annexure 1</u>) due to dilution as a result of additional equity shares being issued to persons other than the Disclosing Entities under a preferential allotment by RattanIndia Power Limited pursuant to its extraordinary general meeting of its shareholders held on 16 December 2019. Accordingly, the Disclosing Entities are making this disclosure.		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 27, 2019
Equity share capital / total voting capital of the TC before the said acquisition / sale	13.3181%
Equity share capital/ total voting capital of the TC after the said acquisition / sale	10.4631%
Total diluted share/voting capital of the TC after the said acquisition	6.1659% [@]

The aggregate equity shareholding of the Disclosing Entities in RattanIndia Power Limited has been reduced by more than 2% (two percent) since the last disclosure filed with SEBI on 18 November 2009 under Regulation 3(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (at which time the Disclosing Entities held 14.8214% in RattanIndia Power Limited, and a copy of which is attached as Annexure 1) due to dilution as a result of additional equity shares being issued to persons other than the Disclosing Entities under a preferential allotment by RattanIndia Power Limited pursuant to its extraordinary general meeting of its shareholders held on 16 December 2019. Accordingly, the Disclosing Entities are making this disclosure.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

[@] *The percentage of total diluted share / voting capital of the Disclosing Entities in RattanIndia Power Limited has been determined considering the maximum possible dilution of convertible securities issued by RattanIndia Power Limited.*

For and on behalf of FIM Ltd.

By:



Name: **Michael B. Fisch**
Designation: Director
Authorised Signatory

Place: *at San Francisco, California, USA*

Date: *30 December 2019*

For and on behalf of:

DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

By: Farallon Capital Management, L.L.C.,
Their Attorney-in-Fact

By:



Name: Thomas G. Roberts, Jr.
Designation: Managing Member

Place: at San Francisco, California, USA

Date: on 30 December 2019

ANNEXURE 1

FIM Ltd.
DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

November 18, 2009

Securities and Exchange Board of India
SEBI Bhavan, C4-A, G-Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400051
Fax No.: +91-22-26449016
Attn: The Chief General Manager, Corporate
Finance Department, Division of Corporate Restructuring

Re: Report For Transactions Falling Under Regulation 3(4) — Acquisition Through Public Issue

Dear Sirs:

With reference to the captioned matter, please find attached herewith a report for disclosure under Regulation 3(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 along with a cheque / demand draft of Rs. 25,000 in favor of the "Securities and Exchange Board of India" payable at Mumbai. Each of the acquirers below hereby certifies that the details given in the attached report are true and correct.


We request you to kindly take the same on record and do the needful.

Thanking you.

Yours truly,

FIM LTD.

By: _____



David Cohen, Director

DAZBOG HOLDINGS AFC LIMITED
DAZBOG HOLDINGS BFC LIMITED
DAZBOG HOLDINGS MFC LIMITED
DAZBOG HOLDINGS EFC LIMITED
DAZBOG HOLDINGS UFC LIMITED

By: Farallon Capital Management, L.L.C.
Their Agent and Attorney-in-Fact

By: _____

Monica Landry, Managing Member

DAZBOG Holdings AFC Limited
DAZBOG Holdings BFC Limited
DAZBOG Holdings MFC Limited
DAZBOG Holdings EFC Limited
DAZBOG Holdings UFC Limited

November 18, 2009

FIM Ltd.
608 St. James Court, St. Denis Street,
Port Louis Mauritius
Attn: David Cohen and Suzanne Gujadhur

Dear Mr. Cohen and Ms. Gujadhur:

Each of the entities signatory below hereby authorize FIM Ltd. to file the form attached
as Exhibit A with the Securities and Exchange Board of India.

Your truly,

DAZBOG HOLDINGS AFC LIMITED
DAZBOG HOLDINGS BFC LIMITED
DAZBOG HOLDINGS MFC LIMITED
DAZBOG HOLDINGS EFC LIMITED
DAZBOG HOLDINGS UFC LIMITED

By: Farallon Capital Management, L.L.C.
Their Agent and Attorney-in-Fact

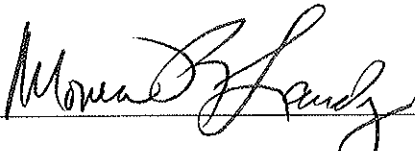
By: 
Monica Landry, Managing Member

Exhibit A

2.1 FOR TRANSACTIONS FALLING UNDER REGULATION 3(1)(a) — ACQUISITION THROUGH PUBLIC ISSUE

PART - I		
GENERAL DETAILS		
Sr. No.	Item	
I	Date of report	October 29, 2009
II	Name, address, Tel, fax nos and e-mail of Sender	FIM Ltd. 608 St. James Court, St. Denis Street, Port Louis Mauritius Tel No: (230) 210 9000 Fax No: (230) 210 9001 E-mail: sgujadhur@internationalproximity.com
III	Whether sender is acquirer If No, whether the sender is duly authorised by acquirer to act on his behalf in this regard (enclose copy of such authorisation)	Yes.
IV	Compliance of Reg 3(4) & 3(5) i. Whether report has been submitted to SEBI within 21 days from the date of acquisition — Reg 3(4) ii. Whether the report stated at (i) is accompanied with fees as required u/r 3(5)	i. Yes. ii. Yes.
Target company Details		
Sr.No .	Item	
I	A. Name & address of Target Company (TC) B. Tel and fax nos C. Contact person D. Yearwise profit/loss of the T.C for the last 3 completed financial years. E. Nature of business and product of TC	A: Indiabulls Power Limited, E-29 First Floor, Connaught Place New Delhi - 110001, India B: Tel No: 9111-3047-6300 Fax No: 9111-3047-6317 C: Mr. Gaurav Toshkhani D. Profit/loss (net profit as restated): For the period from October 8, 2007 to March 31, 2008: Rs. 141,620,000.00 For the year ended March 31, 2009: Rs. 1,061,960,000.00 For the period from April 1, 2009 to June 30, 2009: Rs. 82,300,000.00 The TC was originally incorporated on October 8, 2007. As such, restated financial information of the TC is available for the period ended March 31, 2008, the year ended March 31, 2009, and the three month period ended June 30, 2009. (See p. 482 of TC's Prospectus dated October 20,

		2009, annexed herewith as Annexure I, for further details.) E. The Company develops and intends to operate and maintain power projects in India.
II	Name of Stock Exchange(s) where shares of TC are listed	National Stock Exchange of India Limited Bombay Stock Exchange Limited
III	Opening & Closing price of shares of TC as on date of acquisition (indicate the name of stock exchange) In case, no quotation was available on that particular date, give the last quoted price available along with date.	October 30, 2009 (first day TC was publicly traded): Opened Rs. 45.05 Closed Rs. 39.50
IV	Total Paid up capital of TC in terms of Number of shares/ voting rights (**)— a) Before acquisition of shares/voting rights under consideration (No. and %) b) After Acquisition of shares/voting rights under consideration (No. and %)	a) 1,659,000,000 equity shares of TC outstanding immediately prior to the IPO. b) 1,998,800,000 equity shares of TC outstanding immediately following the IPO (excluding the exercise of the green shoe option). 2,049,700,000 equity shares of TC outstanding immediately following the IPO (including the exercise of the green shoe option).

V A) B)	Shareholding pattern of the TC (**) In case the acquirer is a promoter PROMOTERS HOLDING Acquirers Sellers (in case of interse) Others (A) Total NON-PROMOTERS HOLDING Public Financial Institutions (B) Total TOTAL (A+B) In case acquirer is a non-promoter Promoters Acquirer Public Financial Institutions TOTAL	Before acquisition (one day prior to the date of acquisition)		After acquisition One day after the date of acquisition ¹	
		No	%	No	%
		Not applicable.	Not applicable.	Not applicable.	Not applicable.
		1,185,000,000	71.43%	N/A	N/A
		296,250,000	17.86%	N/A	N/A
		-	-	N/A	N/A
		<u>177,750,000</u>	<u>10.71%</u>	N/A	N/A
		1,659,000,000	100%		

** In case, there are any outstanding Convertible Instruments (CIs) besides the one which are proposed to be allotted, they shall also be taken in to account for determining the post acquisition capital and the same shall be indicated separately.

Acquirer's holding should also take in to account any outstanding CIs, in their name.

¹ This information is not publicly available. However, please see p. 36 of TC's Prospectus dated October 20, 2009, annexed herewith as Annexure II, for the post-IPO shareholding pattern of the TC.

Acquirer's Details

Unless otherwise stated Acquirer along with Persons acting in concert with him would be taken as "Acquirer" herein after.

Sr.No.	Item	Comments, if any.
I	<p>A. Name, address, telephone, fax no., e-mail of Acquirer(s) {Regarding Persons acting in concert with the main acquirer, give only names of PAC}</p> <p>Identify the main acquirer and he must be authorized by other PAC to file a report with SEBI.</p> <p><i>Any further correspondence by SEBI regarding the acquisition will be done with the main Acquirer</i></p> <p>B. State whether the acquirer is</p> <p>a. An individual or a company</p> <p>b. Indian or foreign origin</p> <p>c. Promoter of TC</p>	<p><i>(Enclose copies of the letter authorizing the main acquirer to file the report.)</i></p> <p>A. Main acquirer:</p> <p>FIM Ltd.</p> <p>608 St. James Court, St. Denis Street, Port Louis Mauritius Tel No: (230) 210 9000 Fax No: (230) 210 9001 E-mail: sgujadhur@internationalproximity.com</p> <p>Other acquirers:</p> <p>DAZBOG Holdings AFC Limited DAZBOG Holdings BFC Limited DAZBOG Holdings MFC Limited DAZBOG Holdings EFC Limited DAZBOG Holdings UFC Limited</p> <p>B. Main acquirer is:</p> <p>a. A company</p> <p>b. Foreign origin</p> <p>c. Not a promoter of TC</p>
II	<p>In case, the acquirer is company,</p> <p>a. Identify its promoters or persons having control over the said company and the group they belong to.</p> <p>b. Paid up capital of the acquirer company</p> <p>c. Mention the status of the acquirer whether a listed or a unlisted company</p> <p>d. If listed, indicate the stock exchanges where the acquirer company is listed</p> <p>e. Name of contact person</p>	<p>a. FIM Ltd. is a Mauritius company and a SEBI registered FVCI. FIM Holdings A, Ltd., a Mauritius company, and FIM Holdings B, Ltd., a Mauritius company, are the shareholders and "promoters" of FIM Ltd. FIM Ltd., FIM Holdings A, Ltd. and FIM Holdings B, Ltd. are ultimately beneficially owned by a group of funds affiliated with or under the management of Farallon Capital Management, L.L.C., an investment advisor registered in the U.S. with the Securities and Exchange Commission under the U.S. Investment Advisers Act of 1940, as amended.</p> <p>b. US \$247,084,832.</p> <p>c. FIM Ltd. is an unlisted company.</p> <p>d. Not applicable.</p> <p>e. Suzanne Gujadhur.</p>
III	<p>Details of the security acquired.</p> <p>a. Type of security acquired (State whether equity shares/PCD/NCD/FCD/warrants/ CCPS etc)</p> <p>b. Features of the security allotted in terms of</p>	<p>a. Equity shares.</p> <p>b. Equity shares of Rs. 10 each.</p>

	price, exchange rate, conversion period, and exchange ratio.				
IV	<p>A) Share holding of acquirer in target company (in terms of no & % of shares of Target company)</p> <p>a. Before the acquisition under consideration (one day prior)</p> <p>b. After the acquisition under consideration (one day after)</p> <p>c. One year prior to the date of acquisition</p> <p>B) Indicate the total no of shares acquired by you in the TC within a period of 12 months from the date of acquisition including the current acquisition.</p>	Before acquisition (one day prior to the date of acquisition)		After acquisition one day after the date of acquisition	
		No	%	No	%
		296,250,000	17.86% (pre-IPO)*	302,408,039	15.13% (post-IPO)*
		<p>*Note: The % ownership decreased because the acquisition was made in connection with the IPO of the TC (in which additional shares of the TC were issued and therefore the outstanding shares of the TC increased).</p> <p>Shareholding one year prior to the date of acquisition: 148,125,000 shares, 8.93% (pre-IPO) or 7.41% (post-IPO)</p> <p>Total no of shares acquired in the TC within a period of 12 months from the date of acquisition: 154,283,039 shares, 9.24% (post-IPO), of which -148,125,000 shares, 8.93% (pre-IPO) or 7.41% (post-IPO), were issued by the TC (acquired by the acquirer) as bonus shares on July 4, 2009 (pre-IPO), and -6,158,039, 0.31% (post-IPO), were acquired in connection with the IPO.</p>			
V	<p>Mention the regulation (10, 11(1), 11(2) or 12) which would have been triggered off, had the report not been filed under Regulation 3(4). Explain by giving pre and post acquisition holding of shares/ voting rights/ control over the target company or by giving the % shares/voting rights acquired.</p>	<p>Regulation 10 would have applied had the exemption under clause 3(1)(a) not been applicable.</p> <p>The pre-acquisition (and pre-IPO) holding of the acquirer was 296,250,000 shares, 17.86%.</p> <p>The post-acquisition (and post-IPO) holding of the acquirer is 302,408,039 shares, 15.13%.</p>			

VI	<p>Indicate whether the acquirer had earlier filed any report/ documents to SEBI regarding any acquisition in the TC (Yes/No)</p> <p>If yes, give the following information</p> <ol style="list-style-type: none"> i. Type of document filed (report u/r 3(4) or offer document/application u/r 4 ii. Date when filed iii. No and % of shares proposed to be acquired iv. No and % of shares actually acquired v. Type of acquisition (Preferential/ inter-se/public/ rights etc.) 	<p>No. (The Target Company was not a public company prior to the date of the acquisition/IPO.)</p>
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PART II

Sr. No.	Item	
I	Date of allotment	October 29, 2009
II	Acquisition price per share	Rs. 45
III	No & percentage of shares acquired	6,158,039 shares, 0.31%
IV	<p>In case, the acquisition is by way of application made in public issue</p> <p>1. Indicate no. & % of shares applied for vis-a-vis no. & % of shares acquired.</p>	<p>Shares applied for: 19,879,950 shares, 0.99%</p> <p>Shares allotted: 6,158,039 shares, 0.31%</p>
V	<p>In case, the acquisition is by way of firm allotment in the public issue</p> <p>1. Indicate no & % of shares acquired.</p> <p>2. Indicate whether full disclosure about the following was given in the prospectus:</p> <ol style="list-style-type: none"> a. Identity of acquirer b. consequential changes : <ul style="list-style-type: none"> • in voting rights • in Shareholding pattern • in Board of Directors c. Whether it would result in any change in control over the company. d. Purpose of acquisition. 	<p><i>(Reproduce the relevant portion from the Prospectus against each disclosure.)</i></p> <p>Not applicable.</p>

Other requirements

- a. A statement from Acquirer that details given in the report are true and correct.
- b. The report shall be signed by the acquirer mentioning date & place. In case, there are more than one acquirer, the report shall be signed either by all the persons or by a person duly authorised to do so.

c. A copy of the prospectus with the relevant portion duly highlighted.

Annexure I

Annexure I: Unconsolidated Restated Summary Statement of Profit and Loss

(Rs. in Millions)

	For the period from April 1, 2009 to June 30, 2009	For the year ended March 31, 2009	For the period from October 3, 2007 to March 31, 2008
INCOME			
Income from Operations	-	-	-
Other Income (Refer Annexure – X)	152.89	1,470.15	143.65
Total	152.89	1,470.15	143.65
EXPENDITURE			
Operating Expenses	-	-	-
Employees Remuneration and Benefits (Refer Annexure-XI)	23.65	84.56	0.08
Administrative and Other Expenses (Refer Annexure-XII)	4.28	38.03	0.76
Interest and Finance Charges (Refer Annexure-XIII)	-	5.25	0.00
Depreciation / Amortisation (Refer Annexure – IV A1 & IV A2)	0.12	0.39	-
Total	28.05	128.23	0.84
Profit Before Tax, Prior Period and Extra Ordinary Items	124.84	1,341.92	142.81
Prior Period Items and Extra Ordinary Items	-	-	-
Profit Before Tax	124.84	1,341.92	142.81
Provision for Tax			
Current Tax	42.54	278.66	1.17
Deferred Tax (net)	-	-	-
Fringe Benefit Tax	-	1.30	0.02
Profit After Tax	82.30	1,061.96	141.62
Adjustments (Net of Tax)	-	-	-
Net Profit as Restated	82.30	1,061.96	141.62
Balance of Profit Brought Forward from Previous Year	1,205.13	141.62	-
Transferred from Indiabulls Power Services Limited (under Amalgamation of Indiabulls Power Services Limited with Sophia Power Company Limited w.e.f April 1, 2008 as approved by the Hon'ble High Court of Delhi (Refer with Note II (iii) to Annexure V))	-	1.55	-
Balance of Profit Carried Forward, as Restated	1,287.43	1,205.13	141.62

Note:

The above statement should be read with Annexure V - Significant Accounting Policies and Notes to Unconsolidated Restated Summary Statement of Assets and Liabilities, Unconsolidated Restated Summary Statement of Profit and Loss and Unconsolidated Restated Summary Statement of Cash flows.

Annexure II

for the remaining period and compliance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as applicable.

Further, in terms of SEBI Regulations, the Equity Shares held by the Promoter may be transferred to and among the Promoter Group or to a new promoter or persons in control of the Company subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as applicable.

(c) **Lock-in of Equity Shares Allotted to Anchor Investors**

In terms of the SEBI Regulations, Equity Shares Allotted to Anchor Investors, in the Anchor Investor Portion shall be locked in for a period of 30 days from the date of Allotment of Equity Shares in the Issue.

4. **Shareholding Pattern of the Company**

- (i) The table below presents the shareholding pattern of Equity Shares before the proposed Issue and as adjusted for the Issue:

	Pre-Issue		Post-Issue			
	No. of Equity Shares	Percentage of Equity Share capital	No. of Equity Shares (assuming GSO not exercised)	Percentage of Equity Share capital (assuming GSO not exercised)**	No. of Equity Shares (assuming GSO exercised in full)	Percentage of Equity Share capital (assuming GSO exercised in full)**
Promoter						
IBREL*	1,185,000,000	71.43	1,185,000,000	59.23	1,185,000,000	57.76
Total Holding of Promoter	1,185,000,000	71.43	1,185,000,000	59.23	1,185,000,000	57.76
Promoter Group	Nil	Nil	Nil	Nil	Nil	Nil
Total Holding of Promoter and Promoter Group	1,185,000,000	71.43	1,185,000,000	59.23	1,185,000,000	57.76
Others						
LNM India Internet Ventures Limited	177,750,000	10.71	177,750,000	8.88	177,750,000	8.66
FIM Limited	296,250,000	17.86	296,250,000	14.81	296,250,000	14.44
Public (pursuant to the Issue)	-	-	339,800,000	16.98	390,700,000	19.04
Total	1,659,000,000	100.00	2,000,780,000**	100.00	2,051,680,000**	100.00

*Six nominees of IBREL hold four Equity Shares each, aggregating to 24 Equity Shares.

FIM LTD.

By: _____



David Cohen, Director

Date: November 18, 2009

Place: Charlotte, NC USA

DAZBOG HOLDINGS AFC LIMITED
DAZBOG HOLDINGS BFC LIMITED
DAZBOG HOLDINGS MFC LIMITED
DAZBOG HOLDINGS EFC LIMITED
DAZBOG HOLDINGS UFC LIMITED

By: Farallon Capital Management, L.L.C.
Their Agent and Attorney-in-Fact

By: _____



Monica Landry, Managing Member

Date: 18 November 2009

Place: San Francisco, California, U.S.A.