

September 17, 2019

**Department of Corporate Services**

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

Dear Sir / Madam,

**Sub: Disclosure under section 29(2) of SEBI (Substantial Acquisition of Share and Takeovers) Regulations, 2011**

We have sold the shares in Sadbhav Engineering Limited, which brought down our shareholding to 5.88% on a cumulative basis from last disclosure of 7.89% which was made to the exchange on October 13, 2017. Accordingly, kindly find the disclosure under section 29(2) of SEBI (Substantial Acquisition of Share and Takeovers) Regulations, 2011 enclosed herewith.

Thanks & Regards,



Dhiraj Chugha  
Senior Vice President – Finance  
ICICI Prudential Life Insurance Company Limited



CC: National Stock Exchange of India Limited  
Sadbhav Engineering Limited

**Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1. Name of the Target Company (TC)	Sadbhav Engineering Limited		
2. Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer/seller	ICICI Prudential Life Insurance Company Limited		
3. Whether the acquirer/seller belongs to Promoter / Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
<b>5. Details of the acquisition / disposal as follows</b>	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
Before the disposal under consideration, holding of seller along with PACs:			
a) Shares carrying voting rights	13,528,821	7.89%	7.89%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer/seller to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>13,528,821</b>	<b>7.89%</b>	<b>7.89%</b>
Details of acquisition / Sale			
a) Shares carrying voting rights acquired/sold	(3,435,161)	-2.01%	-2.01%
b) VRs acquired/sold otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer/seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>(3,435,161)</b>	<b>-2.01%</b>	<b>-2.01%</b>
After the acquisition / sale, holding of acquirer/seller along with PACs:			
a) Shares carrying voting rights	10,093,660	5.88%	5.88%
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer/seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition/sale	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)Shares pledged with the acquirer/seller	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>10,093,660</b>	<b>5.88%</b>	<b>5.88%</b>
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		

**ICICI Prudential Life Insurance Company Limited**  
Unit No.1A & 2A, Raheja Tipco Plaza, Rani Sati Marg, Malad (East), Mumbai - 400097  
Phone: +91 22 4205 8000 • Fax: +91 22 4205 8222

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CIN : L66010MH2000PLC127837

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7. Salient features of the securities acquired/sold including time till redemption, ratio at which it can be converted into equity shares, etc.	NA
8. Date of acquisition/sale of/ <del>date of receipt of intimation of allotment of shares/-VR/-warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC***</del>	September 16, 2019
9. Equity share capital / total voting capital of the TC before the said acquisition/Sale	171,570,800 shares of ₹ 1 each
10. Equity share capital/ total voting capital of the TC after the said acquisition/Sale	171,570,800 shares of ₹ 1 each
11. Total diluted share / voting capital of the TC after the said acquisition/Sale	171,570,800 shares of ₹ 1 each

Note:

(\*) 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 shares of the TC were sold over the period of time, however the date of sale of shares in the TC represents the date of last transaction pursuant to which reporting under section 29 (2) is triggered. Company has sold 7,667 shares on September 16, 2019 which brought down our shareholding to 5.88% on a cumulative basis from last disclosure of 7.89% which was made to the exchange on October 13, 2017.

**Signature of the Authorised Signatory**



**Dhiraj Chugha**  
**Senior Vice President – Finance**  
**ICICI Prudential Life Insurance Company Limited**

**Place: Mumbai**  
**Date: September 17, 2019**

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