INUUS INFRASTRUCTURE PRIVATE LIMITED

Date: March 20, 2020

Scrip Code - 535789 BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 IBULHSGFIN/EQ
National Stock Exchange of India Limited
'Exchange Plaza'
Bandra Kurla Complex, Bandra (East)
Mumbai - 400 051

Dear Sir/Madam,

Ref.: Indiabulls Housing Finance Limited (Target Company)

Sub.: Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. This is to inform you that the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh, vide its order dated March 12, 2020 (a certified true copy of the order was received on March 18, 2020) has approved the Scheme of Amalgamation for Amalgamation of Orthia Developers Private Limited (Transferor Company 1), SG Advisory Services Private Limited (Transferor Company 2), Inuus Land Development Private Limited (Transferor Company 3), Cleta Infracon Private Limited (Transferor Company 4), Orthia Real Estate Private Limited (Transferor Company 5), Orthia Land Development Private Limited (Transferor Company 6), Cleta Properties Private Limited (Transferor Company 7), Cleta Buildtech Private Limited (Transferor Company 8), Gyan Sagar Real Estate Private Limited (Transferor Company 9), Arbutus Properties Private Limited (Transferor Company 10) and Inuus Infrastructure Private Limited (Transferee Company).

The above Order of Hon'ble NCLT Chandigarh Bench, Chandigarh was taken note of by the Boards of Directors of respective companies in their meetings held on March 19, 2020 and a certified copy of the said Order was filed with the Registrar of Companies, NCT of Delhi & Haryana on March 20, 2020.

- 2. All the above Companies except Transferor Companies 4 & 5 were forming part of the promoter/promoter group of the Target Company i.e. Indiabulls Housing Finance Limited. Pursuant to the sanctioned Scheme, the shareholding of Inuus Infrastructure Private Limited (Transferee Company) stands increased from Nil to 8,29,43,325 Equity Shares (19.40%) in the Target Company.
- 3. Kindly note that there is no change in the promoter/promoter group shareholding in the Target Company. It is merely a consolidation of holdings of promoter group entities into single entity by way of Scheme of Amalgamation as approved by Hon'ble NCLT Chandigarh Bench, Chandigarh.
- 4. Post coming into effect of the Scheme, the Promoter and Promoter Group and their shareholding in the Target Company stands as under:

	Pre-effectivenes	SS	Post-effectiveness			
S.	Name of Promoter and	No of	%	Name of Promoter	No of Shares	%
No.	Promoter Group	Shares		and Promoter Group		
1	Mr. Sameer Gehlaut	90,51,482	2.12	Mr. Sameer Gehlaut	90,51,482	2.12
2	Orthia Developers Private Limited	165,12,863	3.86	Inuus Infrastructure Private Limited	8,29,43,325	19.40
3	SG Advisory Services Private Limited	186,53,297	4.36			
4	Inuus Land Development Private Limited	0	0.00			
5	Orthia Land Development Private Limited	170,17,165	3.98	ature A		
6	Cleta Properties Private Limited	108,00,000	2.53	stucture A	100	

INUUS INFRASTRUCTURE PRIVATE LIMITED Registered Office: Plot No. 560, Udyog Vihar, Phase- V, Gurgaon, Haryana - 122016
CIN: U70109HR2009PTC077963

INUUS INFRASTRUCTURE PRIVATE LIMITED

7	Cleta Buildtech Private Limited	60,20,000	1.41			and the second s
8	Gyan Sagar Real Estate Private Limited	100,00,000	2.34			
9	Arbutus Properties Private Limited	39,40,000	0.92			
10	Inuus Infrastructure Private Limited	0	0.00			
	Total	9,19,94,807	21.52	Total	9,19,94,807	21.52

- 5. We submit herewith the following disclosures in connection with the abovementioned acquisition of equity shares of Target Company i.e. Indiabulls Housing Finance Limited by Inuus Infrastructure Private Limited pursuant to Scheme of Amalgamation referred to in paragraph 1 above, for your kind information and record please:-
 - (a) Disclosures under Regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
 - (b) Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above Disclosures and Report on record.

Thanking you,

Yours faithfully,

For Inuus Infrastructure Private Limited

Authorised Signatory

Encl.: As above

CC:

The Board of Directors

Indiabulls Housing Finance Limited
M - 62 & 63, First Floor,
Connaught Place,
New Delhi – 110 001

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

2. Name of the acquirer(s)	1.	Nan	ne of the Target Company (TC)	Indiabulls Ho	using Finance	e Limited		
3. Name of the stock exchange where shares of the TC are listed 4. Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. 5. Relevant regulation under which the acquirer is exempted from making open offer. 6. Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange. 7. Details of acquisition Date of acquisition a. Name of the transferor / seller b. Date of acquisition C. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC e. Price at which shares are proposed to be acquired / actually acquired 8. Shareholding details Pursuant to Scheme of Amalgamation** Regulation 10(1)(d)(iii) of SEBI SAST Regulations acquired to be and and whether it was made and was a	2.							
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(i) Orthia Developers Private 1,65,12,863 3.86 Nil Nil		h						
		0.		1 65 12 863	3 86	Nil	Nil	
Limited**			Limited**	1,00,12,000	3.00			
(ii) SG Advisory Services Private 1 86 53 297 4 36 Nil Nil				1,86,53,297	4.36	Nil	Nil	
Limited**						cure Priva		

	(iii) Inuus Land Development	Nil	Nil	Nil	Nil
	Private Limited**				
	(iv) Orthia Land Development	1,70,17,165	3.98	Nil	Nil
,	Private Limited**		,		
	(v) Cleta Properties Private	1,08,00,000	2.53	Nil	Nil
	Limited**				
	(vi) Cleta Buildtech Private	60,20,000	1.41	NiÍ	Nil
	Limited**	• 1			
	(vii) Gyan Sagar Real Estate Private	1,00,00,000	2.34	Nil	Nil
	Limited**				
	(viii) Arbutus Properties Private	39,40,000	0.92	Nil	Nil
	Limited**				

Note:

- (*) Shareholding of each entity shall 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.

(**)Erstwhile Orthia Developers Private Limited (Transferor Company 1), SG Advisory Services Private Limited (Transferor Company 2), Inuus Land Development Private Limited (Transferor Company 3), Orthia Land Development Private Limited (Transferor Company 6), Cleta Properties Private Limited (Transferor Company 7), Cleta Buildtech Private Limited (Transferor Company 8), Gyan Sagar Real Estate Private Limited (Transferor Company 9) and Arbutus Properties Private Limited (Transferor Company 10) being part of promoter group/PACs were holding 8,29,43,325 Equity Shares of Target Company i.e. Indiabulls Housing Finance Limited. Pursuant to Scheme of Amalgamation sanctioned by Order dated March 12, 2020 of the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh, the Transferor Companies 1 to 3 & 6 to 10 as aforesaid, stand dissolved without undergoing the process of winding up, and equity shares of Target Company held by these Transferor Companies 1 to 3 & 6 to 10 have been vested with the acquirer company i.e. Inuus Infrastructure Private Limited (Transferee Company), being part of promoter group/PACs. Accordingly, the Transferee Company now holds 8,29,43,325 Equity Shares of Target Company. The Certified copy of the Order received on March 18, 2020, was filed with the Registrar of Companies, NCT of Delhi & Haryana on March 20, 2020.

For Inuus Infrastructure, Private Limited

Snnul

Chand Radyan
Authorised Signatory

Date: March 20, 2020 Place: Gurugram

LIST OF PERSONS ACTING IN CONCERT (PACs)

{Forming part of disclosure under Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated March 20, 2020}

Target Company: Indiabulls Housing Finance Limited

Pre-effectiveness		Post-effectiveness		
S, No.	Name of PACs	S. No.	Name of PACs	
1	Mr. Sameer Gehlaut	1	Mr. Sameer Gehlaut	
2	Orthia Developers Private Limited	2	Inuus Infrastructure Private Limited	
3	SG Advisory Services Private Limited			
4	Inuus Land Development Private Limited			
5	Orthia Land Development Private Limited		*	
6	Cleta Properties Private Limited			
7	Cleta Buildtech Private Limited			
8	Gyan Sagar Real Estate Private Limited			
9	Arbutus Properties Private Limited			
10	Inuus Infrastructure Private Limited			

In terms of Scheme of Amalgamation sanctioned by Order dated March 12, 2020 of the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench, Chandigarh, Orthia Developers Private Limited (Transferor Company 1), SG Advisory Services Private Limited (Transferor Company 2), Inuus Land Development Private Limited (Transferor Company 3), Orthia Land Development Private Limited (Transferor Company 6), Cleta Properties Private Limited (Transferor Company 7), Cleta Buildtech Private Limited (Transferor Company 8), Gyan Sagar Real Estate Private Limited (Transferor Company 9) and Arbutus Properties Private Limited (Transferor Company 10) stand dissolved without undergoing the process of winding up.