

Annexure-A
**Format for Disclosures under Regulation 29(1) 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 and Persons Acting in Concert (PAC) with the acquirer	ICICI Prudential Life Insurance Company Limited		
3. Whether the acquirer belongs to Promoter / Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange and BSE Limited		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	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	8,571,049	4.998%	4.998%
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 to receive shares carrying voting rights in the TC (specify holding in each category) acquired	-	-	-
e) Total (a+b+c)	8,571,049	4.998%	4.998%
Details of acquisition			
a) Shares carrying voting rights acquired	20,000	0.012%	0.012%
b) VRs acquired otherwise than by equity shares	-	-	-
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	-	-	-
Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c)	20,000	0.01%	0.01%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) Shares pledged with the acquirer	-	-	-
b) VRs otherwise than by equity shares	-	-	-
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) after acquisition	-	-	-
d) Shares carrying voting rights (***)	8,591,049	5.01%	5.01%
d) Total (a+b+c+d)	8,591,049	5.01%	5.01%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open market		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	NA		
8. Date of acquisition of/ 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.	November 19, 2014		
9. Equity share capital / total voting capital of the TC before the said acquisition	171,476,800 shares of ₹ 1 each		
10. Equity share capital/ total voting capital of the TC after the said acquisition	171,476,800 shares of ₹ 1 each		
11. Total diluted share / voting capital of the TC after the said acquisition	171,476,800 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

(***) We have added the field to show the total number of shares held after acquisition



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ICICI Prudential Life Insurance Company Limited

Place: Mumbai

Date: November 19, 2014