

**ITCL**

IL&amp;FS Trust Company Limited

Date: September 30, 2014

To,  
 General Manager,  
 Department of Corporate Services,  
 14<sup>th</sup> Floor, Bombay Stock Exchange Ltd.  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street, Mumbai - 400 001

**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF  
 SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Housing Development and Infrastructure Ltd.		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IL&FS Trust Company Ltd (In our capacity as Trustee – pledgee on behalf of SARA Trust) IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
3. Whether the acquirer belongs to Promoter/Promoter group	Partially		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange (BSE) National Stock Exchange (NSE)		
5. Details of the acquisition/disposal as follows	<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>
<b>Before the disposal under consideration, holding of :</b>			
a) Shares carrying voting rights	----	----	----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	8,87,10,516	21.17%	----
c) Voting rights (VR) otherwise than by shares	----	----	----
d) Warrants/convertible securities/any other	----	----	----

Page 1 of 3 ✓

Regd. Office : IL&amp;FS Financial Centre, Plot No. C - 22, G Block, 5th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, INDIA

Bangalore Office : IL&amp;FS Trust Company Ltd., AL-Latheef, 1st Floor, No. 2 Union Street, Off Infantry Road, Bangalore - 560001, INDIA

New Delhi Office : IL&amp;FS Trust Company Ltd., A-268, 1st Floor, Bhishm Pitahamah Marg, Defence Colony, New Delhi - 110024, INDIA

Kolkata Office : IL&amp;FS Trust Company Ltd., IL&amp;FS Constantia, 3rd Floor, 11 Dr. U. N. Bramachari Street, Kolkata - 700017, INDIA

Corporate Identity Number (CIN) : U66020MH1995PLC095507

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instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	----	----	----
<b>Total (a+b+c+d)</b>	<b>8,87,10,516</b>	<b>21.17%</b>	----
<b>Details of acquisition/ Sale</b>			
a) Shares carrying voting rights acquired/ sold	----	----	----
b) VRs acquired/sold otherwise than by 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/sold	----	----	----
d) Shares <del>encumbered/invoked</del> /released by the acquirer	8,87,10,516	21.17%	----
<b>Total (a+b+c+d)</b>	<b>8,87,10,516</b>	<b>21.17%</b>	—
<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	----	----	----
b) Shares encumbered with the acquirer	----	----	----
c) VRs otherwise than by 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) after acquisition	----	----	----
<b>Total (a+b+c+d)</b>	—	—	—
Mode of <del>acquisition/ sale</del> (e.g. <del>open market /off market/ public issue / rights issue / preferential allotment / inter se transfer etc.</del> )	Off Market		
Date of <del>acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares,</del> whichever is applicable	September 29, 2014		
Equity share capital / total voting capital of the TC before the said <del>acquisition/ sale</del>	41,90,03,986 Shares		
Equity share capital/ total voting capital of the TC after the said <del>acquisition/ sale</del>	41,90,03,986 Shares		

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Total diluted share/voting capital of the TC after the said acquisition	41,90,03,986 Shares
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**Note:**

We (IL&FS Trust Company Ltd) are acting as trustee for SARA Trust. Pledge over equity shares of Housing Development & Infrastructure Ltd. (HDIL) was created by SARA Trust. On September 29, 2014 pledge of 8,87,10,516/- equity shares of the HDIL was released by us from the Trust, details of which are as follows:

Name of the Pledgor	Date of release	No of shares	% of shares released with total share capital of the TC	Cumulative % of shares released
Rakesh Kumar Wadhawan	29-09-2014	60,47,661	1.44	1.44
Interactive Multimedia Technologies Pvt. Ltd.	29-09-2014	1,53,90,000	3.67	5.12
Dheeraj Consultancy Pvt. Ltd.	29-09-2014	1,38,85,714	3.31	8.43
Dinshaw Trapinex Builders Pvt. Ltd.	29-09-2014	1,38,85,714	3.31	11.74
Privilege Distilleries Pvt. Ltd.	29-09-2014	1,01,85,171	2.43	14.18
Malti Wadhawan	29-09-2014	81,00,000	1.93	16.11
Waryam Singh	29-09-2014	79,97,400	1.91	18.02
Educational & Scientific Equipments Pvt. Ltd.	29-09-2014	78,68,571	1.88	19.89
Group Housing Development Corporation Pvt. Ltd.	29-09-2014	21,56,571	0.51	20.41
Serveall Construction Pvt. Ltd.	29-09-2014	31,93,714	0.76	21.17
<b>Total</b>		<b>8,87,10,516</b>	<b>21.17</b>	

For IL&amp;FS Trust Company Ltd

Signature of Authorised Signatory

Place: Mumbai

Date: September 30, 2014