

International Paper Investments (Luxembourg) S.à r.l.

REGISTERED ADDRESS:  
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June 24, 2016

**1) Department of Corporate Services,  
BSE Limited,  
P.J.Towers, Dalal Street,  
MUMBAI :: 400 001.**

**2) Listing Department,  
National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex,  
Bandra (E),  
MUMBAI :: 400 051.**

Dear Sirs,

We send herewith the following disclosures in the prescribed formats:

- (i) Disclosure pursuant to Regulation 29 (1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.
- (ii) Report pursuant to Regulation 10 (6) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

Thanking you,

Yours faithfully,

For **International Paper Investments (Luxembourg) S.a.r.l.**



**Badrinath Chellappa  
Power of Attorney Holder**

CC: International Paper APPM Limited  
8<sup>th</sup> Floor, Krishe Sapphire Bldg.,  
Hitech City Main Road,  
Madhapur,  
Hyderabad – 500 081.

**Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011<sup>1</sup>**

**Part-A- Details of the Acquisition**

|   |   |  |  |
|---|---|--|--|
| Name of the Target Company (TC)   | International Paper APPM Limited  |  |  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer   | <u>Acquirer:</u><br>International Paper Investments (Luxembourg) S.à.r.l.<br><br><u>PACs:</u><br>(i) IP International Holdings, Inc.  |  |  |
| Whether the acquirer belongs to Promoter/Promoter group   | The transferor, <i>i.e.</i> , IP Holding Asia Singapore Pte Ltd, and the acquirer, <i>i.e.</i> , International Paper Investments (Luxembourg) S.à.r.l., are part of the same group of companies, and have the same ultimate parent company, <i>i.e.</i> , IP International Holdings, Inc.<br><br>Pursuant to the transaction, the acquirer <i>i.e.</i> International Paper Investments (Luxembourg) S.a.r.l. has become a promoter of the Target Company. |  |  |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed  | BSE Limited and National Stock Exchange of India Limited  |  |  |
| Details of the acquisition as follows   | 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 acquirer along with PACs of:<br><br>a) Shares carrying voting rights | Acquirer:<br>International Paper Investments (Luxembourg)<br>S.à.r.l.: Nil<br><br>PAC:<br>IP International Holdings, Inc-Nil  | Acquirer :<br>International Paper Investments (Luxembourg)<br>S.à.r.l.: Nil<br><br>PAC:<br>IP International Holdings, Inc- Nil | Acquirer :<br>International Paper Investments (Luxembourg)<br>S.à.r.l.: Nil<br><br>PAC:<br>IP International Holdings, Inc- Nil |

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|---|------------|--------|--------|
| (b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)  | Nil        | Nil    | Nil    |
| (c) Voting rights (VR) otherwise than by equity 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)         | Nil        | Nil    | Nil    |
| (e) Total (a+b+c+d)   | Nil        | Nil    | Nil    |
| <b>Details of Acquisition</b>   |            |        |        |
| a) Shares carrying voting rights acquired   | 21,856,033 | 54.95% | 54.95% |
| b) VRs acquired otherwise than by equity 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 | Nil        | Nil    | Nil    |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)   | Nil        | Nil    | Nil    |
| e) Total (a+b+c+/-d)  | 21,856,033 | 54.95% | 54.95% |

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|  |  |
|--|--|
| <p>After the acquisition, holding of acquirer along with PACs of:</p> <ol style="list-style-type: none"> <li>Shares carrying voting rights</li> <li>VRs otherwise than by equity shares</li> <li>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</li> <li>Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</li> <li>Total (a+b+c+d)</li> </ol> | <p>Please refer to <b>Annexure A</b> for details in this regard.</p>                 |
| <p>Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p>   | <p>Inter-se transfer between Promoter and Acquirers by way of <b>off market.</b></p> |
| <p>Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>   | <p>NIL. Acquirer has acquired only equity shares.</p>                                |
| <p>Date of acquisition of/ <del>date of receipt of intimation of allotment of shares /</del> VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.</p>  | <p>June 22, 2016</p>   |
| <p>Equity share capital / total voting capital of the TC before the said acquisition</p>   | <p>Number: 39770039 equity shares of Rs.10/- each<br/>Amount: INR 39,77,00,390</p>   |
| <p>Equity share capital/ total voting capital of the TC after the said acquisition</p>   | <p>Number: 39770039 equity shares of Rs.10/- each<br/>Amount: INR 39,77,00,390</p>   |
| <p>Total diluted share/voting capital of the TC after the said acquisition</p>   | <p>Number: 39770039 equity shares of Rs.10/- each<br/>Amount: INR 39,77,00,390</p>   |

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**ANNEXURE A**

| International Paper Investments (Luxembourg) S.à.r.l.  |                   | IP International Holdings, Inc.                             |  |                  |   |  |
|--|-------------------|---|--|------------------|---|--|
|  | Number            | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) | Number           | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| a) Shares carrying voting rights   | 21,856,033        | 54.95%  | 54.95%   | 7,971,496        | 20.05%  | 20.05%   |
| b) VRs otherwise than by equity shares   | N/A               | N/A   | N/A  | N/A              | N/A   | N/A  |
| 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 | N/A               | N/A   | N/A  | N/A              | N/A   | N/A  |
| d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking/ others)  | N/A               | N/A   | N/A  | N/A              | N/A   | N/A  |
| <b>e) Total (a+b+c+d)</b>  | <b>21,856,033</b> | <b>54.95%</b>   | <b>54.95%</b>  | <b>7,971,496</b> | <b>20.05%</b>   | <b>20.05%</b>  |

For International Paper Investments (Luxembourg) S.à.r.l.



Badrinath Chellappa  
Power of Attorney Holder

Place: Hyderabad  
Date: June 24, 2016