

# ORTHIA CONSTRUCTIONS PRIVATE LIMITED

August 11, 2016

**Scrip Code – 532960**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**IBVENTURES**  
**National Stock Exchange of India Limited**  
'Exchange Plaza'  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai - 400 051

**Sub: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended**

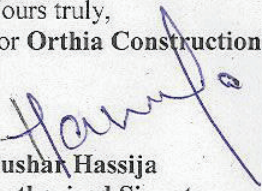
Dear Sirs,

Pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, pursuant to acquisition by way of allotment of Warrants, convertible into equivalent number of equity shares of face value Rs. 2/- each of Indiabulls Ventures Limited, on a preferential basis.

This is for your information and record.

Thanking you,

Yours truly,  
For **Orthia Constructions Private Limited**

  
**Tushar Hassija**  
**Authorized Signatory**



Encl: as above

CC:

The Board of Directors  
**Indiabulls Ventures Limited**  
M - 62 & 63, First Floor,  
Connaught Place,  
New Delhi - 110 001

**Orthia Constructions Private Limited**

**CIN: U70109DL2009PTC197226**

Reg. Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001

# ORTHIA CONSTRUCTIONS PRIVATE LIMITED

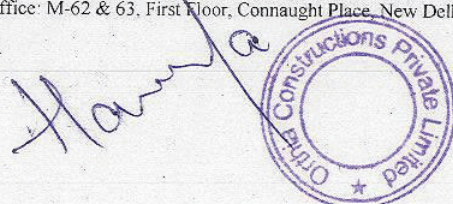
## DISCLOSURE OF DETAILS OF ACQUISITION TO TARGET COMPANY AND STOCK EXCHANGES WHERE THE SHARES OF THE TARGET COMPANY ARE LISTED, IN TERMS OF REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1	Name of the Target Company (TC)	<b>Indiabulls Ventures Limited (formerly known as Indiabulls Securities Limited)</b>		
2	Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer	<b>Acquirer: Orthia Constructions Private Limited</b>  <b>PACs:</b> Mr. Sameer Gehlaut Orthia Properties Private Limited Zelkova Builders Private Limited Inuus Developers Private Limited Inuus Properties Private Limited		
3	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5	Details of the acquisition / disposal as follows	Number	% w. r. t. total share/voting capital, wherever applicable	% w. r. t. total diluted share/voting capital of the TC
<b><u>Before the acquisition/disposal under consideration, holding of:</u></b>				
(a)	Shares carrying voting rights	<b>Acquirer:</b> 1,17,01,671 Equity Shares  <b>PACs:</b> 8,67,47,131 Equity Shares	4.16%	3.92%*
(b)	Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
(c)	Voting rights (VRs) otherwise than by shares	Nil	Nil	Nil
(d)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	Nil	Nil	Nil
(e)	<b>Total (a + b + c + d)</b>	<b>9,84,48,802 Equity Shares</b>	<b>34.99%</b>	<b>32.94%*</b>

**Orthia Constructions Private Limited**

CIN: U70109DL2009PTC197226

Reg. Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001



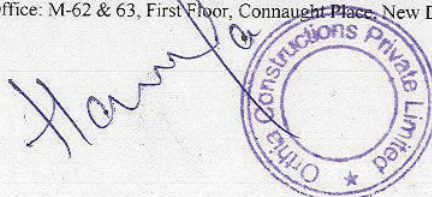
# ORTHIA CONSTRUCTIONS PRIVATE LIMITED

<b>Details of acquisition /sale:</b>				
(a)	Shares carrying voting rights acquired/sold	<b>Acquirer:</b> Nil Equity Shares <b>PACs:</b> Nil Equity Shares	(0.16)% <sup>^</sup>  (1.21)% <sup>^</sup>	(0.88)% <sup>^</sup>  (6.53)% <sup>^</sup>
(b)	Voting rights (VRs) acquired/ sold otherwise than by shares	Nil	Nil	Nil
(c)	Warrants/ <del>convertible securities</del> /any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	<b>Acquirer:</b> 2,80,00,000 Warrants <b>PACs:</b> 2,63,00,000 Warrants	N.A  N.A	N.A  N.A
(d)	Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
(e)	<b>Total (a + b + c +/- d)</b>	<b>5,43,00,000 Warrants</b>	<b>(1.37)%<sup>^</sup></b>	<b>(7.41)%<sup>^</sup></b>
<b>After the acquisition / sale, holding of:</b>				
(a)	Shares carrying voting rights	<b>Acquirer:</b> 1,17,01,671 Equity Shares <b>PACs:</b> 8,67,47,131 Equity Shares	4.00%  29.62%	3.04%  22.49%
(b)	Shares encumbered with the acquirer	Nil	Nil	Nil
(c)	Voting rights (VRs) otherwise than by shares	Nil	Nil	Nil
(d)	Warrants/ <del>convertible securities</del> /any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) after acquisition	<b>Acquirer:</b> 2,80,00,000 Warrants <b>PACs:</b> 2,63,00,000 Warrants	N.A  N.A	N.A  N.A
(e)	<b>Total (a + b + c + d)</b>	<b>9,84,48,802 Equity Shares and 5,43,00,000 Warrants</b>	<b>33.62%</b>	<b>25.53%</b>

**Orthia Constructions Private Limited**

CIN: U70109DL2009PTC197226

Reg. Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001



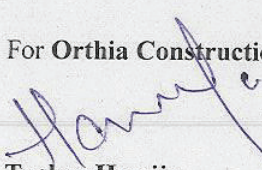
## ORTHIA CONSTRUCTIONS PRIVATE LIMITED

6	Mode of acquisition / sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.)	Preferential allotment of 5,43,00,000 convertible Warrants to acquirer /PACs on August 10, 2016
7	Date of acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 10, 2016
8	Equity share capital / total voting capital of the target company before the said acquisition / sale	Rs. 56,26,68,596/- (comprising 28,13,34,298 Equity shares of face value Rs. 2/- each) as on April 8, 2015
9	Equity share capital/total voting capital of the target company after the said acquisition / sale	Rs. 58,57,39,084/- (comprising 29,28,69,542 Equity shares of face value Rs. 2/- each) as on August 10, 2016
10	Total diluted capital/ voting capital of the target company after the said acquisition / sale	Rs. 77,13,61,172/- (comprising of (a) 29,28,69,542 Equity shares of face value Rs. 2/- each fully paid-up; (b) 3,45,11,044 Equity shares of face value Rs. 2 each arising out of exercise of stock options, which would be fully paid-up at the time of issue; and (c) 5,83,00,000 Equity shares of face value Rs. 2 each arising out of conversion of Warrants, which would be fully paid-up at the time of issue).

\* Percentage has been computed on Diluted share capital of Indiabulls Ventures Limited as on April 8, 2015 [being date of last disclosure made under Regulation 29(2)] comprising of (a) 28,13,34,298 Equity shares of face value Rs. 2/- each fully paid up (b) 67,13,404 stock options, convertible into equivalent number of Equity shares, upon exercise; and (c) 1,08,28,784 Warrants, convertible into equivalent number of Equity shares, upon exercise.

^ Difference between post-acquisition and pre-acquisition voting rights percentage.

For **Orthia Constructions Private Limited**

  
**Tushar Hassija**  
 Authorized Signatory



Date: August 11, 2016  
 Place: New Delhi

**Orthia Constructions Private Limited**

CIN: U70109DL2009PTC197226

Reg. Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110 001