

Calleis Constructions Private Limited

March 21, 2018

Scrip Code – 533520
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

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

Sub: Disclosure by Calleis Constructions Private Limited ('the Company') pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended

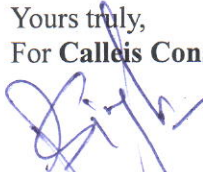
Dear Sirs,

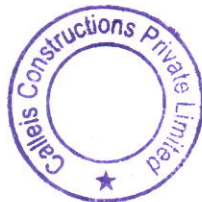
Pursuant to Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed a disclosure in the prescribed format, in respect of acquisition by way of allotment of Equity shares in SORIL Holdings and Ventures Limited on conversion of Warrants earlier issued to us on a preferential basis.

This is for your information and record.

Thanking you,

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


Pawan Singh Bisht
Authorized Signatory



Encl: as above

CC:

The Board of Directors
SORIL Holdings and Ventures Limited
M-62 & 63, First Floor,
Connaught Place,
New Delhi – 110 001

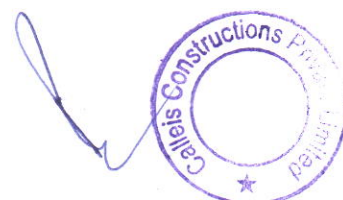
Calleis Constructions Private Limited
(CIN U70109DL2011PTC218602)
Registered Office: 296, Forest Lane, Sainik Farms, New Delhi – 110068

Calleis 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)	SORIL Holdings and Ventures Limited		
2	Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer	Acquirer: Calleis Constructions Private Limited PACs: Mr. Sameer Gehlaut Kritikka Infrastructure Private Limited Jyestha Infrastructure Private Limited Powerscreen Media Private Limited Calleis Real Estate Private Limited Calleis Properties Private Limited Karanbhumi Estates Private Limited Meru Minerals Private Limited Dahlia Infrastructure Private Limited Galax Minerals 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
<u>Before the acquisition/disposal under consideration, holding of:</u>				
(a)	Shares carrying voting rights	Acquirer: Nil Equity Shares PACs: 1,70,33,988 Equity Shares	Nil 33.59%	Nil 18.87%*
(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)	Acquirer: 87,50,000 Warrants PACs: 2,62,50,000 Warrants	N.A N.A	N.A N.A
(e)	Total (a + b + c + d)	1,70,33,988 Equity Shares & 3,50,00,000 Warrants	33.59%	18.87%*

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<u>Details of acquisition / sale:</u>			
(a)	Shares carrying voting rights acquired/sold	41,00,000 Equity Shares (10,25,000 Equity Shares by Acquirer and 30,75,000 Equity Shares by PACs)	4.96% [^] 4.54% [^]
(b)	Voting rights (VRs) acquired/ sold otherwise than by 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/ sold	Nil	Nil Nil
(d)	Shares encumbered / invoked/released by the acquirer	Nil	Nil Nil
(e)	Total (a + b + c +/- d)	41,00,000 Equity Shares	4.96%[^] 4.54%[^]
<u>After the acquisition / sale, holding of:</u>			
(a)	Shares carrying voting rights	<u>Acquirer:</u> 10,25,000 Equity Shares <u>PACs:</u> 2,01,08,988 Equity Shares	1.87% 1.14% 36.68% 22.27%
(b)	Shares encumbered with the acquirer	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) after acquisition	<u>Acquirer:</u> 77,25,000 Warrants <u>PACs:</u> 2,31,75,000 Warrants	N.A N.A N.A N.A
(e)	Total (a + b + c + d)	2,11,33,988 Equity Shares & 3,09,00,000 Warrants	38.55% 23.41%
6	Mode of acquisition / sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.)	Allotment of 41,00,000 Equity shares upon conversion of equivalent number of convertible Warrants	

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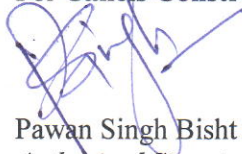
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7	Date of acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 19, 2018
8	Equity share capital / total voting capital of the target company before the said acquisition / sale	Rs. 10,14,36,986/- (comprising 5,07,18,493 Equity shares of face value Rs. 2/- each) [<i>Paid-up Capital of the Company as on January 4, 2018 (being date of last disclosure made under Regulation 29(2))</i>]
9	Equity share capital/total voting capital of the target company after the said acquisition / sale	Rs. 10,96,36,986/- (comprising 5,48,18,493 Equity shares of face value Rs. 2/- each)
10	Total diluted capital/ voting capital of the target company after the said acquisition / sale	Rs. 18,05,70,186/- (comprising (a) 5,48,18,493 Equity shares of face value Rs. 2/- each; (b) 45,66,600 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) 3,09,00,000 Equity shares of face value Rs. 2/- each arising out of conversion of warrants, which would be fully paid up at the time of conversion)

* Percentage has been computed on diluted share capital of SORIL Holdings and Ventures Limited as on January 4, 2018 [being date of last disclosure made under Regulation 29(2)] comprising of (a) 5,07,18,493 Equity shares of face value Rs. 2/- each; (b) 45,66,600 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) 3,50,00,000 Equity shares of face value Rs. 2/- each arising out of conversion of warrants, which would be fully paid up at the time of conversion, aggregating to Rs. 18,05,70,186/-.

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

For Calleis Constructions Private Limited


Pawan Singh Bisht
Authorized Signatory



Date: March 21, 2018

Place: New Delhi

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