

KRITIKKA INFRASTRUCTURE PRIVATE LIMITED

May 30, 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 pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended

Dear Sirs,

The Board constituted Issuance Committee of Indiabulls Integrated Services Limited (name changed from SORIL Holdings and Ventures Limited w.e.f. May 16, 2018) ('the Target Company') at its meeting held on May 28, 2018, pursuant to and in terms of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009, has allotted an aggregate of 1,75,00,000 (One Crore Seventy Five Lac) fully paid up equity shares of face value of Rs. 2/- each of the Company ("Equity Shares"), which includes (a) an aggregate of 75,00,000 (Seventy Five Lac) Equity Shares to its Promoter Group Entities, upon conversion of equivalent number of warrants; and (b) an aggregate of 1,00,00,000 (One Crore) Equity Shares to certain foreign portfolio investors, registered with the Securities and Exchange Board of India.

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 change in our shareholding/ voting rights in the Target Company, consequent to aforesaid allotment.

This is for your information and record.

Thanking you,

Yours truly,

For **Kritikka Infrastructure Private Limited**

Pawan Singh

Authorized Signatory

Encl: as above

CC:

The Board of Directors

Indiabulls Integrated Services Limited

(name changed from SORIL Holdings and Ventures Limited w.e.f. May 16, 2018)

M-62 & 63, First Floor,

Connaught Place,

New Delhi – 110 001

KRITIKKA INFRASTRUCTURE 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) | Indiabulls Integrated Services Limited (name changed from SORIL Holdings and Ventures Limited w.e.f. May 16, 2018) | | |
| 2 | Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer | Acquirer: Kritikka Infrastructure Private Limited PACs: Mr. Sameer Gehlaut Jyestha Infrastructure Private Limited Powerscreen Media Private Limited Calleis Real Estate Private Limited Calleis Constructions 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: 85,53,576 Equity Shares PACs: 1,25,80,412 Equity Shares | 15.60% | 9.47%* |
| (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: Nil Warrants PACs: 3,09,00,000 Warrants | N.A | N.A |
| (e) | Total (a + b + c + d) | 2,11,33,988 Equity Shares | 38.55% | 23.41%* |

Registered Office: 296 Forest Lane, Neb Sarai, Sainik Farms, New Delhi-110068
(CIN: U45200DL2006PTC154578)



KRITIKKA INFRASTRUCTURE PRIVATE LIMITED

| | | & 3,09,00,000 Warrants | | |
|---|---|--|--------------------------|--------------------------|
| <u>Details of acquisition /sale:</u> | | | | |
| (a) | Shares carrying voting rights acquired/sold | <u>Acquirer:</u> Nil Equity Shares <u>PACs:</u> 75,00,000 Equity Shares | (3.78)% [^] | (0.94)% [^] |
| (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) | 75,00,000 Equity Shares | 1.04%[^] | 5.14%[^] |
| <u>After the acquisition / sale, holding of:</u> | | | | |
| (a) | Shares carrying voting rights | <u>Acquirer:</u> 85,53,576 Equity Shares <u>PACs:</u> 2,00,80,412 Equity Shares | 11.82% | 8.53% |
| (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> Nil Warrants <u>PACs:</u> 2,34,00,000 Warrants | N.A | N.A |
| (e) | Total (a + b + c + d) | 2,86,33,988 Equity Shares & 2,34,00,000 Warrants | 39.59% | 28.55% |



KRITIKKA INFRASTRUCTURE 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.) | Decrease in voting rights consequent to allotment of 75,00,000 Equity Shares to our PACs, on conversion of equivalent number of Warrants; and simultaneous allotment of 1,00,00,000 Equity Shares to certain foreign portfolio investors, on a preferential basis. |
| 7 | Date of acquisition/ sale-of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable | May 28, 2018 |
| 8 | Equity share capital / total voting capital of the target company before the said acquisition / sale | Rs. 10,96,36,986/- (comprising 5,48,18,493 Equity shares of face value Rs. 2/- each) [<i>Paid-up Capital of the Target Company as on March 21, 2018 (being date of last disclosure made under Regulation 29(2) by the PACs)</i>] |
| 9 | Equity share capital/total voting capital of the target company after the said acquisition / sale | Rs. 14,46,36,986/- (comprising 7,23,18,493 Equity shares of face value Rs. 2/- each) |
| 10 | Total diluted capital/ voting capital of the target company after the said acquisition / sale | Rs. 20,05,70,186/- (comprising (a) 7,23,18,493 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; and (c) 2,34,00,000 Equity shares of face value Rs. 2/- each arising out of conversion of warrants) |

* Percentage has been computed on diluted share capital of Indiabulls Integrated Services Limited as on March 21, 2018 [being date of last disclosure made under Regulation 29(2)] 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; and (c) 3,09,00,000 Equity shares of face value Rs. 2/- each arising out of conversion of warrants), aggregating to Rs. 18,05,70,186/-.

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

Note: On January 4, 2018, the date of last disclosure made under Regulation 29(2) by Kritikka Infrastructure Private Limited, its holding was 85,53,576 Equity Shares constituting 16.87% of the paid-up share capital of the Target Company as of that day.

For **Kritikka Infrastructure Private Limited**

Pawan Singh Bisht
Authorized Signatory

Date: May 30, 2018
Place: New Delhi